Assault on Precinct 13

By

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FADE IN:

INT. DILAPIDATED APARTMENT BUILDING HALLWAY -- DAY 1

Three big RUSSIAN MEN walk down a hallway. Walls covered with graffiti. Floors blanketed in piss. The leader, RADE, is a bear of a man who pulls a vicious ROTTWEILER on a leash as he walks. The two MEN behind Rade are MARKO and IVAN. Gun bulges obvious beneath their jackets. They reach a DOOR. Rade knocks.

VOICE (O.S.)
Come the fuck in.

INT. APARTMENT -- CONTINUOUS 2

Drug Den. Heroin Haven. Windows covered with BLACK BAGS. No light allowed. DRUG PARAPHERNALIA EVERYWHERE. BAGS of COKE -- HEROIN SPOONS -- TRIPLE BEAM SCALES -- BONGS, etc.

A SCANTILY CLAD WOMEN, HANNAH, lies on a bed in the corner of the room -- skinny and completely strung-out. She's shooting something into her broken veins with a hypothermic needle.

A MAN, LARENZ, black, anywhere between 25 and 30, sits in front of a 53 INCH FLAT SCREEN T.V. playing MADDEN 2003 on his Playstation with childlike enthusiasm. His body is covered in tattoos -- his ARMS decorated with numerous TRACK MARKS. He looks like he's on speed rush. Behind LARENZ:

RADE, HIS DOG, AND HIS MEN ENTER. They scan the ROOM. The WOMEN on the bed so drugged, she's completely unaware of their presence. Larenz, absorbed in his video game, also seems to be oblivious until he yells:

LARENZ
Jake, someone's here for you, man.

Long beat. Rade exchanges a look with is two partners, then speaks with a heavy Russian accent:

RADE
(re: the apartment)
Fucking disgusting.

And then JAKE ROENICK emerges from a back ROOM. Just wearing pants. His upper TORSO covered with TATS. His hair long, straggly -- he's bearded and his arms are also adorned with TRACK MARKS. Skittish eyes, manic, hopped up on something.

He approaches Rade and his men. Rade and Roenick both hold their arms out in such a fashion to indicate that they are both clean of weapons -- but the gesture is symbolic -- it is not meant to be a body search.

Roenick notices MARKO eyeing the WOMAN, HANNAH, in the B.G.

ROENICK
(re: Hannah)
Screwhead ran outta smack and started shooting Jack Daniels into her arms. Fucking resourceful if you ask me!

Roenick BURSTS out LAUGHING. The Russians politely share the laugh -- and the DOG barks as if joining all of them. The laughter dies down. The dog keeps barking.

ROENICK
Pooch wasn't invited, Rade.

RADE
Here to test the product. Relax. He'll do whatever I say. Very loyal, once you let them know who the boss is with a few smacks and some treats.

Rade smiles, then SMACKS the ROTTWEILER hard in the face. The dog cowers, frightened, STOPS BARKING. Rade retrieves a BISCUIT from his JACKET -- gives it to the Rottweiler -- who engulfs it. Rade's soldiers laugh. Roenick joins them, then:

ROENICK
I got a trained dog too.
(yells)
LUIS!

LUIS -- a MEXICAN MAN (25), walks in and faces Roenick -- awaiting some kind of instruction. We notice TRACK MARKS on his arms also. Roenick looks at Luis, then back at Rade:

ROENICK
I love this fucking wetback. Barely speaks English. Works his ass off for piss -- once I let him know who the boss is with a few fucking smacks and some treats --

Roenick turns to Luis -- stares at him -- suddenly furious:

LUIS
Why the fuck are staring at me, Luis? Mexican piece of dog shit!

WHAM! He brutally SMACKS LUIS ACROSS THE FACE -- mimicking Rade's abuse of the dog. The smack drops Luis to his knees as Roenick SMACKS Luis again and again, unrelenting. He looks up at the Russians and LAUGHS, accentuating his brutality. Even the Russians are taken back by the display.

Luis' MOUTH opens, bleeding. As he accepts the beating like a battered child -- we notice MARKO staring at Luis curiously.

Finally, Roenick finishes SMACKING the living shit out of Luis. He then reaches in his POCKET, withdrawing a SMALL BAG OF HEROIN. He hands it to Luis. Luis takes it -- eyeing the heroin with wide eyes -- the abuse already forgotten.

ROENICK
Now get the fuck outta here.

Luis exits with his treat. Roenick looks at the Russians -- smiling -- that manic look in his eyes intensified:

ROENICK
See. I got my dog too.

Roenick bursts out laughing. Again. Loud and strange. The Russians follow. The laughter subsides. Rade and Roenick eyeing each other. Sizing each other up. Tension heavy. Then:

ROENICK
Luis, you piece of shit -- bring the clothes up in here.

Long beat. Everyone just eyeing each other. THE SOUNDS of MADDEN 2003 filling the silence. Luis re-enters pushing a RACK of CLOTHING. Marko immediately begins STARING at Luis again.

ROENICK
I believe this is what you're here for. See if Rex there could find it.

Rade brings the Rottweiler over to the RACK of CLOTHES. The Dog smells the clothes. Sniffing for something. The Rottweiler goes up and down the line before moving over to the strung out HANNAH, sniffing her entire body. She's completely oblivious.

ROENICK
HAAAH! Good dog. He found the shit -- but not the right shit. What did I tell ya? Unfuckingdetectable. Airport pigs will let this shit pass right by. You check it out now -- see if you could uncover the treasure.

Rade begins SMELLING and RUBBING the CLOTHES. While he does this, MARKO continues STARING at Luis with keen interest. Rade checks each shirt on the rack. Finally gives up.

RADE
They all feel and smell the same. No streaking from any one. -- You pass the test -- which one is it?

As Rade speaks, Luis finally notices MARKO staring at him. Luis shifts uncomfortably as Roenick steps forward and REMOVES a BROWN ORDINARY BUTTON SHIRT from the middle of the RACK:

ROENICK
Ta fucking Da.

RADE
How do you do it?

ROENICK
You ask a magician to give away his tricks? I'll tell you this much -- we reduce the heroin to its liquid form -- soak the clothes in it for days. After the heroin is soaked up, we dry the clothes and mask the smell with oils. Fucking Houdini shit.

Rade nods, impressed. At the same time, Luis notices that Marko is staring daggers at him now. The Russian's scrutiny is making Luis very nervous. -- Roenick tries to close a deal:

ROENICK
So, what's the story my Russian motherfucker -- are you gonna do right by me now?

RADE
Yeah, let's do --

Before Rade could continue, Marko interrupts, spewing some very fast RUSSIAN to Rade. Rade's face reddens, at first angered, but something Marko mutters catches Rade's attention.

Rade's expression congeals. He suddenly DRAWS his WEAPON and targets LUIS. Before Roenick can make a move, Rade's Russian Soldiers cross-draw their weapons and target both Roenick and even Larenz in the b.g. (Larenz doesn't turn around). Alarmed:

ROENICK
What is this, Rade? What the fuck did your motherfucking lackey just say?

RADE
My fucking lackey just said he knows your dog. He says your dog testified at his brother's trial three years ago. He says your dog isn't Mexican -- he says your dog is Puerto Rican. He say your dog isn't even a dog -- he says he's a Puerto Rican Pig.
(beat)
I believe him.

Rade triggers his WEAPON -- about to shoot when BAM! Luis reflexively falls back but he's not hit -- Rade falls instead -- shot in the SHOULDER by:

HANNAH -- no longer comatose -- alive and alert -- she's holding a 16 MILLIMETER HANDGUN. -- Everything happens fast as MARKO AND IVAN turn to Hannah -- firing! She dives behind a COUCH -- exchanging shots with them -- buying TIME for:

LARENZ -- in front of the T.V. -- he reaches under the T.V. and finds TWO GUNS -- he spins and fires at the RUSSIANS -- taking down MARKO while ROENICK reaches behind his back finding a SMALL HANDGUN in his pants. BAM! He KILLS IVAN!

Rade, meanwhile, hits the door. He's running down the hall, retreating, followed by his barking ROTTWEILER. A moment of silence -- then ROENICK YELLS:

ROENICK
CALL BACK UP!

Hannah is on her feet, coherent, the strung-out heroin junkie an act. She retrieves a POLICE RADIO from beneath the bed.

Roenick, Larenz, and Luis secure the room, making sure Ivan and Marko are dead. Roenick calls out to his team with keen authority. His manic display just moments ago also an act.

ROENICK
Talk to me. Anyone hurt?

LARENZ
I'm good.

HANNAH
Nothing.

LUIS
I'm fine. I can't believe they fucking made me. And I can't believe you slapped the shit outta me.

ROENICK
Method acting, partner.

They all reload their weapons and meet up at the door. The barks of the ROTTWEILER whittling with distance. Roenick, the team leader, takes charge, in control, looking at his team:

ROENICK
He's going downstairs. Backup will be here any second so he won't make it out. Let's move.

3 INT. BUILDING HALLWAY -- CONTINUOUS 3

As they exit into the hall. Roenick leading. Down the hall -- toward the STAIRS at the far end. Roenick kicks open the door.

4 INT. BUILDING STAIRCASE -- CONTINUOUS 4

As they hit the stairs -- adrenalized, running full speed. DOG BARKS still rising O.S. guiding them. Roenick in the lead. His team behind him. Alert and aware. Guns drawn. A GUNSHOT RISES O.S. several floors below. They haul ass -- reaching the THIRD FLOOR. The DOG BARKS cease. Roenick opens the door.

5 EXT. HALLWAY -- THIRD FLOOR -- CONTINUOUS

Long, empty white hallway. DOOR OPENING. Roenick enters. His team follows -- guns drawn -- covering the hall. No sign of Rade. They start down the hall. Tense, very tense. COPS SIRENS rising in the b.g. Hannah's on her RADIO:

HANNAH
This is unit 13 -- we're on the third floor -- suspect inside the building. Secure ground floor and exterior --

The FOUR MAN TEAM of COPS continues heedlessly when they find THE ROTTWEILER -- bleeding at the end of the hall. Shot in the belly by his master. To shut him up. Roenick then sees -- **TWO DOORS** -- at the end of the hall. Roenick YELLS OUT:

ROENICK
Rade, you have nowhere to go. Just step out with your hands up.

No response. Quiet, except for the heavy breathing of the shot dog. They reach the end of the HALL -- those **TWO CLOSED DOORS** in front of them. Nowhere else to go. To Roenick:

LARENZ
What's the play, Cap?

ROENICK
He's in one of those rooms. Larenz, Hannah -- hit the door on the left. Luis you stay here. I'll take the curtain on the right.

They separate -- LARENZ and HANNAH moving to the **LEFT DOOR**. LUIS remaining in the HALL. ROENICK moving to the RIGHT DOOR. We follow ROENICK -- positioning himself around the door and WHAM! Roenick KICKS it open!

INT. RIGHT DOOR APARTMENT -- CONTINUOUS 6

Roenick makes entry, gun drawn, taking inventory of this ROOM -- full of crates, boxes, and clothes. No Rade. Roenick moves to the window, and sees an army of POLICE CARS below.

ROENICK
Where the hell is this guy?

And just as he says that, RATATATAT! GUNFIRE erupts nearby! Roenick sees LUIS diving inside ROENICK'S ROOM as a FUSILLADE of GUNFIRE tears apart the hallway. Luis gathers himself and REACHES around the threshold of the door, firing back down the HALLWAY -- but he's outgunned. Roenick moves to him.

LUIS
They hit the door. He was inside. They're down. Both of them down!

Roenick's face falls. He tries to peer out the door but BAM! BAM! BAM! The DOOR PANEL is peppered with BULLET FIRE.

ROENICK
Exchange fire with him. Keep him occupied. I'm going around.

Luis fires into that other room -- drawing quick response fire from Rade. Meanwhile, ROENICK crosses to the window -- opens it, exits onto the:

EXT. FIRE ESCAPE -- CONTINUOUS 7

The sound of O.S. GUNFIRE continuing. He climbs over the railing of the escape -- JUMPING onto the parallel fire-escape. He runs across that fire-escape and again! WHOMP! He leaps onto the next fire-escape! He pauses there, getting his bearings. He then peers inside the window, finding:

RADE -- in the corner of a ROOM -- shooting through the open door at LUIS, down the hall. Roenick, still undetected, slowly opens the window. The WINDOW FRAME being RAISED crosses the SUN -- throwing a SHADOW across THE ROOM. Rade spins, sees:

ROENICK -- outside. Rade targets Roenick. Roenick reacts, jumping through the window -- it's violent -- not Hollywood smooth -- he falls through the window -- glass shards TEARING apart his face and body.

8 INT. LEFT DOOR APARTMENT -- CONTINUOUS 8

BAM! Roenick hits the room awkwardly, twists his ankle hard, but he comes up firing -- blindly -- FACE RIPPED APART BY THE GLASS. One of his 8 SHOTS nails Rade in the face. Rade falls.

Roenick, bleeding from dozens of abrasions, rises, ankle sprained, getting his bearings. He's wiping BLOOD from his eyes -- he can barely see. He limps over to Rade, kicks his gun away, checks his pulse. Rade's dead. Roenick HOLLERS:

ROENICK
Secure.

Adrenal surge whittling, he tries to REFOCUS -- he wipes more blood away and finally sees through the haze of RED:

LARENZ -- choking by the door -- shot in the neck. Roenick frantically moves to him. Desperate, emotional:

ROENICK
You're OK partner -- you're gonna be fucking OK. Jesus Christ.

Roenick then sees -- HANNAH -- also dying -- four holes in her chest. More blood flows into Roenick's eyes -- he's wiping it away frantically. He sees movement. It's:

LUIS -- entering the room. For some reason, Luis has his hand on his neck. He removes his hand and BLOOD sprays from his jugular -- ruptured by a gunshot. He too has been shot. Luis' last lingering look is on Roenick as he falls and dies.

Jake Roenick stands there -- hit with these concussive images of DYING COPS around him -- blood still pouring into his eyes. His own tears mixing with the blood now. Jake Roenick stares at this macabre tableau -- a snapshot from Hell. Off Roenick's face -- absolutely devastated.

FADE OUT:

SUPER: 8 MONTHS LATER

THE SOUND OF A PHONE RINGING suddenly BLARES in the DARKNESS!

FADE IN:

INT. JAKE ROENICK'S HOME -- DAY 9

A MAN lies asleep in bed. The incessant PHONE RINGING nearby. It's JAKE ROENICK -- sans beard. The phone keeps blaring. Roenick doesn't hear shit. Until THE ROTTWEILER, Rade's Rottweiler, last seen shot, jumps on the bed with Roenick, licking his face. Roenick slowly awakens, super groggy, pets Rade, and reaches for the phone:

ROENICK (INTO PHONE)
Yeah --
(beat)
Fuck you too. I'll be there.

He hangs up phone. Leans back and closes his eyes. The dog starts licking his face again:

ROENICK
Alright, Shithead, I'm getting up.

Roenick sits up. Shithead, the Rottweiler, jumps down. As he does so, we see a SCAR across his BACK from where he was SHOT.

Roenick steps out of bed. We see his BEDROOM. A bachelor's mess. Roenick looks worse than the room, though. Eyes tired and red. Expression harsh, tormented. He finds a BOTTLE of PILLS on his dresser -- he pops the top -- throws TWO PILLS in his MOUTH -- reaches over -- finds a BOTTLE of JOHNNY WALKER BLACK and downs the PILLS with a healthy GULP of SCOTCH. He starts forward, looks down at:

HIS POLICE UNIFORM lying in a ball on the floor. He grabs the uniform, exits, as we PAN up to his bureau, finding a PHOTO of Roenick, LARENZ, HANNAH and LUIS. Arms around each other.

EXT. ROENICK'S HOUSE -- LATER 10

The ground is covered in white -- remnants of old storms. And there's more on the way as SNOW begins to fall on Cleveland. Roenick, in uniform, wipes snow off his car. He sees SHITHEAD -- his dog -- staring out the window of his home.

ROENICK
Sorry, Shithead. You're spending New Years Eve alone.

Roenick gets in his car and pulls way. Shithead watches him.

11 EXT. CLEVELAND -- EARLY EVENING

As night falls on downtown Cleveland FACTORY DISTRICT. No residential homes or apartments here. Just FACTORIES and WAREHOUSES. Most look old, dilapidated, abandoned. Snow falls harder as a beat-up '83 CADILLAC drives through this area.

12 INT. '83 CADILLAC -- SAME 12

Roenick at the wheel. Eyes a bit glassy but there's a serenity in them now -- a drug/alcohol induced calm, nonetheless. The radio is on. A REPORTER blabs:

REPORTER (ON RADIO)
It's cold, people. And it's going to get colder. Cleveland's going to have a white News Year's because we're getting hit with another storm --

ROENICK
No shit.

He drives on. He finally slows his vehicle in front of:

13 PRECINCT 13 -- a two-story brick building at the end of this factory-lined street. FOREST surrounding it. Its most identifiable quality -- its **age**. Precinct 13 is very old. There are several moving trucks parked out front. Roenick drives to a PARKING LOT across the street from the precinct. 1

14 INT. PRECINCT 13 -- NIGHT 14

Barren interior. BOXES piled by the front door. It looks as if someone's moving out -- and that's exactly what's going on. IRIS FERRI, 34, sexy, dressed in a short skirt and highs heels, carries a BOX across the precinct. She's 13's wild-eyed SECRETARY, who smokes too much and curses like a sailor.

As she walks through, we don't see anyone else in this precinct. Iris reaches the front. Hands the BOX to a MOVER:

MOVER
Be back for the rest tomorrow morning. Have a good New Year.

Mover exits. Iris winks at him when:

MAN'S VOICE (O.S.)
Where's the Sarge, Iris?

IRIS
I'm not fucking him, so I don't know.

REVERSE to reveal CARPAZZO AND CAPRA -- two young COPS by the front door -- waiting to leave. BOXES with personal stuff from their desks sit at their feet.

CAPRA
We know that. You only bed criminals. Which is unfortunate for me -- because I am in love with you.

As they speak, Iris unpacks a BOX OF NEW YEAR'S DECORATIONS.

IRIS
Bullshit -- you just want to get in my pants. And I don't bed criminals -- I fuck bad boys. Big difference.

CARPAZZO
Really. If I'm not mistaken your last three boyfriends were arrested respectively for bar fighting, smoking weed, and DUI. What's the difference between that and criminal behavior?

IRIS
Oh fuck off -- you guys are just jealous that you're not getting some because you're too boring.

CAPRA
What do I have to do to win your heart, Iris? It's New Year Eve -- I'll make any change you want. I just hope I don't have to become a goddamn serial killer to prove I'm worthy.

Fun flirtation between them. Iris hangs a DECORATION. Capra jokingly tries to look up her skirt. She playfully smacks him.

IRIS
Enough. Just leave for chrissakes. Go enjoy your New Year's before you get stuck in the snow. You don't have to wait. I'm a big girl -- I'll be fine.

CARPAZZO
No. Roenick would be pissed --

ROENICK (O.S.)
What would I be pissed about?

Carpazzo and Capra turn as ROENICK enters PRECINCT 13:

CARPAZZO
You'd be pissed if we departed to go bring in the New Year like gentlemen, leaving sexy Iris here all alone 'cause you were late.

ROENICK
'Gentlemen.' That's a stretch. -- Now get the hell outta here before I do get pissed that you aren't stuck in this shithole with us tonight. Go, before I find something for you to do.

Capra and Carpazzo shake hands with Roenick, kiss Iris.

CARPAZZO AND CAPRA
You guys have a good New Year. We'll see you at the new precinct.

Before leaving, Capra looks around at the old precinct:

CAPRA
Goodbye shithole. Goodbye leaky roofs, goodbye broken plumbing.

They exit, laughing, leaving Iris and Roenick alone. Iris looks at Roenick. A playful familiarity between them:

IRIS
'Stuck' bringing in the New Year with me. That's bullshit, boss.

ROENICK
I apologize. You're lovely, amazing, and I'm privileged to be spending New Year's Eve with you.

IRIS
Sarcastic bastard. We're going to have a good time, boss. We officially close this old house at midnight, but all calls are being diverted so we might as well be closed now. We could start getting fucked up real early.

ROENICK
Not that early. We have some shit to pack first.

IRIS
Not much -- all the computers are gone, most of the files. We're almost done. Now, c'mon, Sarge. This is my favorite holiday. Even though we're here, we can do it right.

ROENICK
How could you possibly do it wrong?

5 INT. CHURCH -- EARLY EVENING 15

A magnificent, old church. Right now, MASS IS IN SERVICE and the church is about half full. THE PRIEST gives his SERMON:

PRIEST
It is a time of renewal, rebirth --

As the Priest continues, we find a MAN in the back of the church -- ten rows behind the crowd, isolated from the rest. The man is sitting, holding a book -- it looks like he's intently reading the Bible.

This man is NICHOLAS ZAMBRANO (45), his face lit by small coronas of light supplied by nearby candles.

The DOORS OPEN behind him and another MAN enters the church, unnoticed as the PRIEST finishes the sermon. The MAN, RAY RAY PORTNOW, approaches Zambrano and sits next to him. The speak in hushed tones. Ray looks down at what Zambrano's reading:

RAY RAY
I know twelve across -- it's --

And we now see that Zambrano is not reading a Bible -- he is doing a CROSSWORD in a READER'S DIGEST. He looks up at Ray Ray with pure venom. His look shuts Ray Ray up.

ZAMBRANO
-- Not a team sport.

Zambrano places the Reader's Digest in his pocket. Beat, then:

RAY RAY
Nice meet. You figure I'd be more liable to tell the truth with God watching?

ZAMBRANO
I don't believe in God, Mr. Portnow.

RAY RAY
I never met a brother who didn't believe in God.

ZAMBRANO
I've stood in front of dozens of dying men. Everyone of them pleaded for God's help. After seeing all those pleas for God's intervention go unanswered, I lost my faith.

Ray just looks at him -- something ice cold about Zambrano that leaves him speechless. Zambrano's aware that he has that icy quality -- always plays it up a bit.

RAY RAY
So, what's the what?

Long beat. Then:

ZAMBRANO
My answer is this -- no.

They hold a look. INTENSE ORGAN MUSIC STRIKES UP -- almost accentuating it. Neither Ray or Zambrano hear the music. They just stare at each other. Ray averts his eyes first. Then:

RAY RAY
So I guess we're done here. I'm gonna stick around, maybe even receive communion, start the New Year off on the right foot.

ZAMBRANO
(smirking)
I had the same thought, Mr. Portnow.

Still staring at each other -- something else going on here.

In front of them -- PEOPLE are beginning to LINE up FOR COMMUNION. ORGAN MUSIC BLARING OVER SPEAKERS. Ray Ray stands, as if to join the communion procession, when we see his hand reach into his jacket -- removing a GUN. Hiding it inside his jacket -- he points it at ZAMBRANO:

RAY RAY
You think I'm going to let you walk out of here with the crowd for protection. Get the fuck up. And walk in front of me -- out the back door.

Zambrano's expression doesn't change -- he goes to stand when his arm moves in a blinding, barely perceptible flash -- RAY RAY'S eyes widen with shock and pain. His hand, holding the gun drops, it looks like Ray's about the pass out.

Zambrano holds him up -- slowly removing the BLADE from RAY'S SIDE -- blood spews from the deep wound. Zambrano quietly supports the stabbed, dying Ray Ray, sitting him down gently. Zambrano leans Ray's body forward in the pew so that it appears the Ray Ray is praying, with his head down, not dying with his right side rent asunder, spilling blood and innards.

Zambrano takes Ray Ray's gun -- pockets both the blade and the gun. He stands as if nothing has happened and he walks casually out the back of the church as the ORGAN MUSIC BLASTS and COMMUNION CONTINUES. Zambrano pushes open the doors --

6 EXT. CHURCH -- LATE DAY 16

Zambrano exits, looks to his right and sees TWO MEN -- HAGEN AND TANA -- Ray Ray's MEN -- standing stiffly by a nearby CAR. They stare daggers at the emerging Zambrano. Zambrano acknowledges them with his own icy stare before turning left towards:

TWO OTHER MEN -- his own men -- he nods to them and they both move to a nearby CAR when, out of nowhere: AHHHHHHH! A LOUD PIERCING SCREAM from inside the CHURCH! A half second later -- the door bursts open and a WOMAN runs out, terrified.

Zambrano calmly says to his men:

ZAMBRANO
Quickly.

They all haul ass to their car as Ray's MEN react, concerned. They see inside the swinging open doors of the church spotting WOMAN AND MEN running out -- and a crowd of PEOPLE gathered around the bleeding body of RAY RAY!

Ray Ray's MEN draw GUNS, targeting Zambrano and his men.

Zambrano and his men are just about to enter their car when BAM! BAM! BAM! Ray Ray's MEN open FIRE! Zambrano's DRIVER is HIT -- falling dead as he was about to start the car.

GUNSHOTS are exchanged between both sides!

PARISHIONERS are streaming out of the CHURCH, SCREAMING!

An emerging MAN and a WOMAN are hit by BULLETS! Both dropping in heaps, fountains of blood arc from the fallen frames!

It's a battlefield dance of violence outside the church.

Zambrano's SECOND MAN is SHOT -- GUT WOUND. He drops.

Zambrano's CLIP runs dry. He's outgunned.

PEOPLE continue to stream out of the church -- screaming! Zambrano takes off -- running down the street, seeking safety.

BAM! BAM! Two bullets just miss Zambrano. He turns right, running onto a MAIN STREET, peppered with PEDESTRIANS.

Hagen and Tana are hot on his heels. Zambrano reaches an intersection, he bolts through. A CAR skids to avoid him, CRASHING. Zambrano continues on, undaunted. At the same time:

TWO UNIFORMED COPS

Parked in a GAS STATION down the street -- ahead of ZAMBRANO -- are alerted by the sound of the CAR CRASH. They see ZAMBRANO -- running hard -- his GUN in plain sight.

ZAMBRANO -- looks over his shoulder, spotting Hagen and Tana still on his ass when he turns back and sees:

THOSE TWO UNIFORMED COPS -- popping out from behind a car -- right in front of Zambrano. Their WEAPONS aimed right at him. He drops his gun as the cops bum-rush him, slapping cuffs on his wrists. Caught, Zambrano looks over his shoulder for:

HAGEN AND TANA -- who have both spotted the UNIFORMED COPS. They turn down an alley, disappearing, ceasing their pursuit.

ZAMBRANO

Being handled roughly by those TWO UNIFORMS. COP 1 pulls Zambrano to his feet as COP 2 goes through his wallet. He finds Zambrano's license, and says with utter shock:

COP 2
Holy shit -- you're not going to fucking believe who this is, Tommy.

17 INT. PRECINCT 13 -- EVIDENCE ROOM -- EARLY EVENING 17

Quiet calm. Roenick sits packing boxes full of old evidence in the PRECINCT 13 EVIDENCE VAULT. On the shelf in front of him we see a SAMURAI SWORD, A BLOOD-STAINED AXE, A SAWED-OFF SHOT GUN, and an OLD TOMMY GUN, each wrapped in PLASTIC. Roenick raises the TOMMY GUN, when:

MALE VOICE (O.S.)
Santa's here. Just a week late.

JASPER "OLD SCHOOL" O'SHEA enters, holding a BOX full of LIQUOR BOTTLES. Jasper's a 54 year old Irish cop -- tough, loyal, sentimental, simple. Roenick sees the LIQUOR:

ROENICK
Only three of us here, Old School.

JASPER
One of us is Irish.

Jasper sees the old Tommy Gun. Roenick sees his look:

ROENICK
Old evidence cases. From the '50's. I wonder what's going to happen to this shit now that we're closing shop.

JASPER
Walk down memory lane -- there's probably evidence from some of my first busts back in the day.

ROENICK
We don't have anything from the turn of the century, Old School.

JASPER
You are a funny bastard. You should take that show on the road.

Roenick laughs. Jasper packs boxes with him when IRIS enters:

IRIS
Sergeant, your 6:00 is here.

ROENICK
Are you kidding? She came here in all this snow? On fucking New Year's Eve?

Roenick rolls his eyes. Iris sees his face:

IRIS
Enough bitchin'. Go get it over with. And you, Jasper, finish packing this up -- we got big plans, boys. All this shit's just slowing us down. Let's hurry up. Let's go, let's go --

SOUND UPCUT: YELLING, SHOUTING, as we go to:

18 EXT. PRECINCT 21 -- NIGHT 1

Big. Modern. Opposite of old 13. Right now, 21 is a humming hub of activity. A HORDE of REPORTERS out front -- reporting breaking news as SNOW falls even harder.

VARIOUS REPORTERS
One of the city's most powerful mob figures, Nicholas Zambrano, has been apprehended in the alleged murder of an undercover cop --

In the midst of this chaos -- TWO CARS -- unmarked -- pull up to the precinct. Six COPS, in plain clothes, emerge. They plow through reporters toward the precinct. They're led by MARCUS DUVALL (48) -- in shape, grizzled, with a likable face.

19 INT. PRECINCT 21 -- CONTINUOUS 19

As Duvall and his men enter. 21's immense, hi-tech. Duvall and his men walk through like the own the place. Duvall's right HAND MAN -- KAHANE -- taps Duvall on the shoulder and says:

KAHANE
Zambrano's crew.

Duvall sees a GROUP OF MEN -- GANGSTERS -- ZAMBRANO'S MEN -- by the front desk. Duvall and his MEN slow as they pass this CREW -- both sides EYEING EACH OTHER with intense VENOM.

One of ZAMBRANO'S MEN gives Duvall and his team the FINGER. Duvall's right hand, KAHANE, reacts, moving toward ZAMBRANO'S MAN with thunder and grabbing him:

KAHANE
I'll stick that finger up your ass!

Both MEN at each other's throats. MOVEMENT all around. Duvall grabs KAHANE. ZAMBRANO'S MEN grab their GANGSTER PAL. The two packs of dogs separate. Duvall calms Kahane as they walk on:

DUVALL
Now's not the time, Mike.

Kahane takes a deep breath, gaining semblance. Duvall patting him on the back as they move on to a STAIRCASE. Ascending. They reach the SECOND FLOOR, finding a DOOR in the back of the precinct marked LIEUTENANT. Duvall knocks hard:

LIEUTENANT (O.S.)
Come in.

INT. OFFICE -- CONTINUOUS 20

As Duvall and his team enter the OFFICE finding LIEUTENANT JOHN HOLLOWAY. Duvall doesn't hesitate:

DUVALL
Marcus Duvall. I head division's Organized Crime and Racketeering squad. This is my team.

LIEUTENANT
I know who you are, Captain. I'm sorry about your man.

DUVALL
Where is the son of a bitch?

LIEUTENANT
Blue room. His men are downstairs -- they brought his counsel in.

DUVALL
Has he said anything?

LIEUTENANT
Nothing. He's with his lawyer now.

CUT TO:

1 A BEAUTIFUL WOMAN -- dressed in a business suit. Hiding her good looks as best she can. Her name is ALEX SABIAN (30). She looks very serious, sitting in silence. She finally says: 21

ALEX
Any feelings of anxiety lately?

2 INT. PRECINCT 13 -- ROENICK'S OFFICE -- NIGHT 22

Roenick is sitting across from POLICE PSYCHOLOGIST Alex Sabian. She takes her job very seriously. He doesn't.

ROENICK
Well, actually yes. The Browns. They need a new back. They're killing me.

ALEX
What have you been feeling lately?

ROENICK
Nostalgic -- for all things 70's. Woolly mustaches, streakers, Richard Dawson. How 'bout you? You look pale?

ALEX
Are you still taking the painkillers?

ROENICK
No. Pain's gone. C'mon, Doc, this has to be boring to you too. Let's talk about something interesting instead. Let's talk about **why you came down here on New Year's Eve in this storm.**

ALEX
We had an appointment.

ROENICK
No. I think you're in love with me.

ALEX
Excuse me?

ROENICK
I see it in your eyes. Love -- lust, even. You should stop denying it. You got all dressed up for me -- showing a little skin. It's quite flattering.

He smirks at her. Playing. She's comes back with:

ALEX
I'm so glad your flattered. But I'm sorry to mislead you. You see, Sergeant, I do have a whole life besides these little sessions we have. I have a party to go to later -- and I thought I would get dressed for the occasion -- it's only right.

ROENICK
You're in denial, Doc. You should turn that probing eye around and look within. Maybe you'll learn something.

Alex goes back to business. She consults her FILE -- Roenick looks on -- tries to peek at his file -- she pulls it back.

ALEX
I see you got the job you requested. You'll be the new Desk Sergeant at Precinct 21 starting tomorrow.

He sighs -- annoyed by her unrelenting professionalism.

ROENICK
Jesus you don't let up. -- Yeah, same job I had here. No big change.

ALEX
So I guess the New Year's not bringing anything different for you. -- How's your leg, by the way? I see you're not limping anymore.

A long beat. Roenick pauses, suddenly angry:

ROENICK
What is that supposed to mean?

ALEX
Just an observation. You must be itching to get back on the street. Five years undercover and now this.

He knows she's trying to get to him. He won't play. He looks at his watch:

ROENICK
Time's up. Have a good holiday, Doc.

ALEX
You, too. I'll see you at the new precinct.

ROENICK
I can't wait.

She looks at him, placing his file in her over-the-shoulder bag before moving to the closed door behind her. He stands with her, reaching around her to open the door. As he does so, his hand discreetly snatches his FILE from her shoulder bag. She nods thank you, oblivious, as she exits.

He closes the door, and looks down at the stolen FILE. He smirks. Before he opens the file, he reaches in his pocket and FISHES out a **BOTTLE of PILLS and a LIQUOR FLASK**. He downs two PILLS. Chases them with a strong swig of the Black Label. He then opens the file when there's a KNOCK on his DOOR. He places file in his drawer and opens the door. It's JASPER:

JASPER
Jake, you should see this.

23 INT. PRECINCT 21 INTERROGATION ROOM -- NIGHT 2

Nicholas Zambrano sits in the drab grey room, speaking quietly with his high-priced LAWYER:

LAWYER
-- Because of the evidence and the holiday I don't know if I can force an arraignment tonight.

ZAMBRANO
(intense, slowly)
Listen to me closely. **I need to get out of here**. We both know why. Do whatever it takes. I can't spend one night inside. Do you understand?

Those words hangs there, heavy. His lawyer nods. Zambrano looks at the MIRROR on the wall, knowing he's being watched.

24 INT. ROOM BEHIND THAT MIRROR -- SAME 24

Duvall, his team, and Holloway stand tense, eyeing Zambrano through the two way mirror. Duvall's seething, eyes brewing:

LIEUTENANT
How long was your man under?

DUVALL
Ray was trying to close a deal with Zambrano for six months. I don't know what went wrong today.

LIEUTENANT
I heard Zambrano pulled out a man's spine once. Is all the shit I've heard about him true?

DUVALL
The man's capable of anything. He's a mad dog who needs to be put down. And people have tried -- bastard's been shot 6 times -- 6 -- he won't do us the favor and die.
(emotions intensifying)
Look at him, shot Ray two hours ago. As if it was all a normal day's work. Goddamn him. Judge better not give this cop-killer bail or I'll take him down myself, I swear to Christ.

Actual tears of anger and sadness well up in Duvall's eyes. His team members see his emotion -- they love him for it. Duvall's right hand man, KAHANE, speaks up:

KAHANE
We got him, Cap, we ain't letting him go.

Duvall nods, fighting back that emotion, when the DOOR opens and another COP walks in and announces:

COP 1
Good news. No arraignment today or tomorrow because of the holiday. Zambrano spends at least two days inside 'til he even has a chance to make bail.

The Cops all nod -- a small victory for them. Duvall just stares in at Zambrano venomously.

CUT TO:

A T.V. -- displaying a NEWS REPORT on the COP MURDER.

INT. PRECINCT 13 -- NIGHT 2!

ROENICK AND JASPER are watching that news report on a small T.V. with great concern. The precinct around them is utterly silent. A harsh contrast to Precinct 21's bustling atmosphere.

ROENICK
Did they say if he had any children?

JASPER
Wife, two kids.

Roenick shakes his head -- anger, sadness flitting across his face. They continue watching the report where they see MARCUS DUVALL exiting the PRECINCT -- caught on tape by a CAMERA MAN.

REPORTER (ON T.V.)
That was just Captain Marcus Duvall. Ray Portnow's superior --

JASPER
-- I know Duvall. Good man. Strong cop. We taught at the academy together about six years ago. Haven't seen him in some time.

Roenick's staring closely at DUVALL as he says:

ROENICK
That man's in hell right now.

Jasper sees the wealth of emotion on Roenick's face -- the newscast obviously triggering some old memories.

JASPER
You OK, Sarge?

Roenick nods, absently. IRIS approaches and SHUTS OFF the T.V.

IRIS
Enough. I don't want two depressed cops on my hands all evening. Shut the news -- you could watch tomorrow. Right now help me decorate.

She puts her arms around both Jasper and Roenick and together they start across the precinct. Roenick seems relieved.

JASPER
Why do you like this holiday so much, young lady?

She assumes the attitude of a professor at a tutorial:

IRIS
New Year's Eve is symbolic of rebirth, gentlemen. The first New Year's was celebrated by the Babylonians when they planted crops. One year ends, another begins, bringing hope of change and good things to come.

Jasper and Roenick look at her and then burst out laughing:

ROENICK
Where the hell did you get that Babylonian bullshit? You like New Year's because you can party.

IRIS
That too. But I mean it. I'm ready to make some big changes. Everybody should make resolutions. Especially you two. I'm gonna stop smoking tonight and give up dating bad boys.

ROENICK
Criminals, you mean. That I'd like to see. You should stop cursing, too.

IRIS
I'll do that next fucking year.

They all laugh. **SOUND UPCUT -- HARSH WIND and a HARSH VOICE:**

MALE VOICE (O.S.)
Move your asses. I don't want to spend New Years with you animals. I'd rather die first.

:6 EXT. BACK OF PRECINCT 21 -- NIGHT 26

As the SNOWFALL continues, POLICE OFFICERS GIL and ROSEN escort a rogues gallery of HANDCUFFED PRISONERS onto a SECURED POLICE TRANSPORT BUS. Rosen taunts the prisoners as they walk:

ROSEN
How's it feel, shitrims? New Year's Eve in the house of a thousand doors. What a way to start the year --

The PRISONERS glare at him as snow dampens their faces. They all look very angry to be here on New Year's. They are:

ANNA -- A 23-year-old hard-muscled female gang-banger.

SMILEY -- 47 -- tall, black, skin bald head, in a SILK SUIT. Considers himself classy and educated. Isn't.

BECK -- 27, skinny, sleazy. Drug-addict thief who, for some reason, keeps putting his finger in his ear and sniffing it.

NICHOLAS ZAMBRANO -- at the back. A threat even cuffed. These cold and angry PRISONERS continue toward the SMALL TRANSPORT BUS. ROSEN doesn't shut up the entire time:

ROSEN (CONT'D)
-- Sitting in that cozy little cell, no champagne, no Dick Clark's New Year's Rockin' Eve. Real fun, you fucking losers.

Beck stops in front of Rosen. Crazy-eyed babble:

BECK
I ain't no loser, man. I'm just a poor bastard struggling to exist because I lack the power to consume what the fucking media emphasizes in society. And I'm forced to take shit that ain't mine.

ROSEN
Get on the fucking bus.

Anna, Smiley, and Beck board the bus. Zambrano's last. Rosen grabs Zambrano's arm forcefully, stopping him.

ROSEN
We got you now, fuckstain.

ZAMBRANO
(quietly)
Remove your arm or I snap it in two.

Zambrano eyes him with icy calm. Rosen can't hide his fear but he can't back down. He makes a move, grabbing ZAMBRANO'S ARM even HARDER -- trying to twist it around ZAMBRANO'S BACK. But it's futile -- when WHAM! Zambrano reacts -- HEAD-BUTTING Rosen, stunning him. He twists behind the COP with insect swiftness, thrusting his handcuffed arms around ROSEN'S THROAT. He grabs ROSEN'S ARM, bends it at an obscene angle.

OFFICER GIL and TWO FELLOW OFFICERS rush to Rosen's aide. Gil has his gun aimed at Zambrano. They stop their approach as Zambrano glares at them with those black eyes -- arms wrapped around Rosen's throat.

GIL
Let him go, Zambrano. Let him go!

ZAMBRANO
Lower your weapons.

The Cops exchange looks -- Zambrano exudes pure menace -- an aura of danger envelops him -- they feel it.

They lower their weapons. Zambrano releases Rosen. Rosen drops -- catching his breath. Gil bum-rushes Zambrano -- raising his night stick. Zambrano doesn't move. Stone cold. Gil pulls up at the last minute -- not hitting Zambrano.

Even cuffed and chained -- these men are scared of Zambrano -- scared of retaliation, scared of the myth, the violence.

Zambrano stares at the cops, aware of his power. Behind them the PRISONERS are peering out the windows of the bus at Zambrano with fear, awe. No one sees a **BLACK SUBURBAN** -- driving by -- windows tinted -- slowing down and moving on ominously. **SOUND UPCUT -- HOLIDAY MUSIC BLARING as we go to:**

INT. PRECINCT 13 -- NIGHT 27

Holiday music plays on a nearby RADIO as Jasper pours VODKA into a large fruit bowl. The Precinct is decorated now -- NEW YEAR'S EVE BANNERS everywhere.

IRIS and ROENICK come TANGOING into frame -- laughing. The New Year's festivities have officially begun at 13. Jasper hands them each a GLASS of PUNCH. Roenick declines -- likes to drink alone. Jasper raises his GLASS for a toast:

JASPER
A toast to this old shitbox. For some ungodly reason I will miss her. But I'll miss the both of you even more.

IRIS
What are you talking about? We'll see you at the new precinct tomorrow.

JASPER
Well, not exactly. I got news, kids. Old School here is retiring. I'm packing it in, just like this place.

Roenick and Iris stand shocked.

ROENICK
Well shit. Congrats, Jasper.

IRIS
Why didn't you tell us?

JASPER
Just became official. Tonight is my last night. A new life starts tomorrow for this drunk -- I'm saying goodbye to bad habits, like Iris said. Being a cop was my worst one.

They each hug Jasper.

JASPER
Now, may I have this dance, young lady, to celebrate my retirement?

IRIS
Shit yeah, Jasper. You deserve it.

Jasper and Iris begin dancing. Roenick watches them, when his eyes fall on his OFFICE DOOR --

28 INT. ROENICK'S OFFICE -- MOMENTS LATER 28

-- As Roenick enters. He closes the door. Moves to his desk and finds his stolen PSYCH FILE. He opens it, starts reading.

29 EXT. HIGHWAY/POLICE TRANSPORT -- NIGHT 29

The highway is an infinite white road -- covered in snow. The TRANSPORT cuts through the weather, battered by the elements.

30 INT. TRANSPORT -- CONTINUOUS 30

Gil drives. Rosen next to him. Their eyes on the icy road ahead. They can barely see out the windshield.

GIL
We shoulda never left in this shit.

ROSEN
Captain wanted them out of the precinct so he give more men time off for the holiday.

The PRISONERS, Anna, Beck, and Smiley, sit cold and angry behind them. Zambrano's way in the back, staring out at the white landscape. Anna and Smiley are stealing glances at Zambrano -- but avoiding eye contact. Beck blatantly stares at Zambrano -- in awe of the gangster:

BECK
Nicholas Zambrano. Don Zambrano. Z. I heard you been shot 5 times. Refuse to die. That's fucking persistent. Pleased to meet you, man. I'm Beck. A fellow entrepreneurial MOTHERFUCKER.

Zambrano looks away, uninterested. Beck keeps staring, thrilled, (still putting his finger in his ear and sniffing it), when the TRANSPORT suddenly SKIDS across the road. Gil quickly gets control of the vehicle. The PRISONERS go wild:

SMILEY AND ANNA
Slow down, Officer. I value my black ass. Pump the brakes, don't slam 'em.

BECK
Yo, Officer Balls and Officer Cock, listen up -- the constitution requires that the state provide safe incarceration -- and I'm feeling pretty fucking unsafe right now. I'll sue both your fat asses if I get one scratch. That's my right.

Rosen and Gil pay no attention, driving on, when their RADIO SUDDENLY CRACKLES TO LIFE:

DISPATCH (OVER RADIO)
Transport 1121 -- this is Dispatch.

Gil picks up the RADIO:

GIL
This is Transport 1121, Dispatch.

DISPATCH (OVER RADIO)
We're going to reroute you to Precinct 13 until the storm breaks.

GIL (INTO RADIO)
That's good news. What's going, Dispatch?

DISPATCH (OVER RADIO)
We just had a bad accident with another vehicle and we're getting all vehicles off the road. You'll stay at 13, which is located at 12th and Crosby, until further orders.

Gil looks at Rosen:

ROSEN
13 -- isn't it closed down?

GIL
Who cares? I'm just happy to get out of this shit. Let's go.

Rosen nods. Gil gets off the highway. Neither see that **BLACK SUBURBAN** -- barely visible through the snow twenty yards behind. Keeping pace with the transport as they get off.

31 INT. PRECINCT 13, ROENICK'S OFFICE -- NIGHT

Roenick is still reading his psych file. But he's sweating now, pacing back and forth, drinking continuously from his flask, mumbling to himself feverishly:

ROENICK
Unfuckingbelievable.

He's livid, hot. A KNOCK on his door interrupts him. He quickly puts away his flask before opening the door, revealing Iris -- she doesn't look happy:

IRIS
You're not going to believe this shit. Someone's crashing our party.

32 EXT. PRECINCT 13 -- NIGHT 32

Under a hail of falling snow, Jasper and Roenick watch the POLICE TRANSPORT pull into the sally port of PRECINCT 13.

JASPER
I can't believe Zambrano's getting hand delivered to us. I'm gonna get in a few payback shots on this skel for Ray Portnow's sake.

ROENICK
This is a serious pain in my balls. We're not prepared for this.

Iris steps out, joining Roenick and Jasper.

ROENICK
What are you doing out here, Iris?

IRIS
Just wanted to see Zambrano. I heard so much shit about this guy over the years -- it's like he's a celebrity.

ROENICK
I thought you're swearing off bad boys this year. Get back inside.

IRIS
It's not the New Year yet, Sergeant.

The Transport Bus comes to a STOP. Gil and Rosen exit.

GIL
You must be Roenick. I apologize for the intrusion.

ROENICK
All due respect, Officer, your apology's not gonna cut it. I'm pretty fucking perturbed about this. We're closing. I'm short staffed.

GIL
Central said we park here overnight. You got a problem, talk to them.

ROENICK
I already tried. But maybe I'll give it another shot --

Roenick goes to raise his radio. Jasper steps forward:

JASPER
Jake -- what are you gonna send them back out in the snow? We lock 'em up and let 'em be. Won't be a problem.

Roenick takes a moment. Lowers his radio. Looks at Gil:

ROENICK
Fine. But the prisoners are your responsibility. I don't want to hear shit from them or about them.

3 INT. PRECINCT 13 -- HOLDING CELL CORRDIOR -- LATER 33

THREE OLD RUSTY CELLS debouch off a long, dimly lit HALLWAY in the rear of the precinct. ROSEN escorts the crew of complaining PRISONERS into the cells.

ROSEN
Let's go, pussyfaces. We have no food because this precinct wasn't ready for you but we do have some magazines and water for your entertainment.

BECK
It's filthy here, man. And it smells like ass. Efforts are supposed to be made to keep all prison buildings clean, well-insulated and well-ventilated. I don't see any effort here, man! Fucking effortless!

The complaints rise. ANNA and ZAMBRANO are the last two to step in the cell. Rosen puts his arm out -- stopping both of them -- without touching Zambrano this time.

ROSEN
(to Zambrano)
You don't get to play with the other prisoners. You get your own cell.
(to Anna)
And so do you. We can't have co-ed cells. And some people here do consider you a woman.

He escorts Zambrano into Cell 2 and Anna into Cell 3. ROENICK, JASPER, and OFFICER GIL stand nearby watching:

ROENICK
Interesting cast. Gimme their credits.

As Gil speaks we see each person he's referring to moving into his or her CELL. We focus on BECK as Gil says:

ROSEN
Some junkie who held up a deli. He's still riding a high right now.
(angle on ANNA)
Female gangbanger who swears she never committed a crime in her life.
(angle on SMILEY)
Some kinda low life gutter pimp. Seems harmless.
(angle on ZAMBRANO)
And the star of the show. He needs no intro. You know his credits.

Roenick stares at Zambrano, then IRIS enters the hallway:

IRIS
Sergeant, when it rains it snows -- we have another fucking guest.

34 INT. ROENICK'S OFFICE -- MOMENTS LATER 34

Roenick is staring at ALEX SABIAN as she DRIES her wet hair with a towel. Her clothes are also wet -- she's obviously been out in the snow. She doesn't look happy.

ROENICK
-- How's your car?

ALEX
It's totalled. Won't move. That's why I had to walk back here. Musta been two miles in this weather.

ROENICK
Thank God you didn't get hurt. Iris is calling tow trucks now. Maybe she'll have better luck than you.

She just rolls her eyes. Then focuses an intent stare on Roenick. He folds under her probing gaze. Beat, then:

ALEX
So, how'd you enjoy your file?

He averts his eyes, caught. He covers:

ROENICK
Oh yeah, my file. You dropped it. I found it. I have it here.

He opens his desk to retrieve the file. She eyes him:

ALEX
Oh, I dropped it? That's strange. Because I was sure you took it.

ROENICK
Took it. Me. Why? No. You dropped it.

ALEX
Oh, that's disappointing. If you had stolen it, it would've been the first time you were taking a a proactive interest in your therapy. Using your undercover cop skills to do it. But, I guess it was just wishful thinking.

He nods -- amazed that she's not mad. He hands her the file.

ALEX
Thanks. I'm going to see how Iris is doing with the truck. Excuse me.

She goes to leave. He can't help himself.

ROENICK
You know, it's a buncha bullshit.

She stops, looks at him.

ALEX
So you read it.

ROENICK
Yeah, I fucking read it.

ALEX
Did you steal it?

ROENICK
Cut the shit, you know I did.

ALEX
Oh good, that's a big step.

ROENICK
(exploding)
Stop being so goddamn happy that I stole your stuff, Doctor Sabian, it makes me sick.

ALEX
What's got you so incensed, Sergeant?

He grabs the file back from her. Reads:

ROENICK
'I don't believe his leg is hurt. He's now hiding behind his injury. Roenick is no longer a cop.' -- I'm not a cop! I'm hiding! What? You think I'm scared? Because, believe me, honey. I ain't scared!

ALEX
If you read further on you would see that that's not what I think.

ROENICK
Then what? What do you, Miss MindFuck, believe I'm hiding from?

ALEX
(super calm)
I'm not going to explain myself if you're going to curse and yell like a child. Excuse me --

She moves to exit, angering him more. He's tries to get to her:

ROENICK
Yeah run off. We both know why you're walking away. You can't handle this shit because you want to fuck me. Now it's really obvious.

She stops. Turns back.

ALEX
Sergeant, if I wanted to fuck you, it woulda happened already.

She starts out. He continues:

ROENICK
There she goes again, running away. I know I'm sexy but, Doc, control your shit -- it's affecting your work -- that's why you write all this bullshit -- so unprofessional --

'Unprofessional.' Now it's getting to her:

ALEX
'Unprofessional'. I have you completely figured out, Sergeant. You're just trying to discredit me because you're afraid I may be right.

ROENICK
'Right'. About what? C'mon -- tell me what I'm hiding from and we'll see if your right. Don't run away. Tell me.

Beat, then:

ALEX
You're hiding from responsibility, Sergeant.

ROENICK
What?

ALEX
I believe the prospect of responsibility has rendered you impotent. That's why you're at this old precinct working behind a desk.

ROENICK
I'm injured -- that's why I'm here.

ALEX
Your leg is fine. You feel responsible for the deaths of your entire team 8 months again. That's why you're here.

Now he's fuming. She's hit hard with that one:

ROENICK
Are you fucking crazy? I didn't do anything wrong. Board of inquiry cleared me.

ALEX
You're right. You didn't do anything wrong but it was your decision as team leader to send them through the RIGHT DOOR not the LEFT. One simple decision that led to their deaths. And you don't want to be put in a position to make a decision like that again.

ROENICK
(interrupting)
You're outta your goddamn mind.

ALEX (CONT'D)
You don't want the responsibility, so you're hiding behind this desk -- and you're hiding behind that bottle of pills in your pocket and that liquor in your desk.

He stares at her, amazed at her insight. She goes on:

ALEX
You can hide here, Sergeant, but there's still one life you're responsible for no matter where you go. Your own. And if you don't start taking care of yourself, you'll never be the cop, the man, you used to be.

Harsh. Penetrating. He's speechless. She ends it for him:

ALEX
I'm very happy you stole my file, Sergeant. We finally made progress.

She exits, a smirk of her face. He stays in his office, emotional, pacing. He retrieves the FLASK from his pocket. Goes to swig some liquor. Stops himself.

Her words resonating -- but only for a moment because he takes a SWIG anyway. He turns away from the window, just as **THAT BLACK SUBURBAN** drives by the Precinct -- trudging through the snow.

5 EXT. PRECINCT 13 -- LATER THAT NIGHT 35

Snow and wind continue to batter the old house. We HEAR HOLIDAY MUSIC rising inside as we go to:

6 INT. PRECINCT 13 -- SAME 36

There's a New Year's Party underway. Music blares. The T.V.'s on, showing Dick Clark's New Year's Rockin' Eve. Iris and Gil are dancing, laughing together. Rosen is fussing with the TV which has terrible reception -- going in and out. Jasper is on the phone in the b.g. We HEAR him say:

JASPER (O.S.)
I may be drunk but that I can handle.

Roenick emerges from his office. He sees -- ALEX -- looking out at the storm. Obviously, the tow truck didn't come. She spots Roenick. They hold a look. Their stare is broken by:

IRIS
Three minutes, people. Get ready.

7 INT. HOLDING CELLS -- SAME 37

Quiet. Dimly lit. DEPRESSING. The SOUND of the nearby CELEBRATION rises. Zambrano sits alone -- working on a CROSSWORD PUZZLE in a MAGAZINE supplied by the COPS. In the next cell -- ANNA lies on a bench -- staring at the ceiling. In the CELL next to Anna -- SMILEY and BECK reside.

Beck is pacing like a caged lion, sweating profusely, and still oddly sticking his finger in his ear and smelling it, while he bothers Zambrano.

BECK
This is bullshit. By fucking law that State must provide food and appropriate clothing. Now I'm fucking cold, famished, and hungry -- hence my needs aren't being met for shit. Am I right, Z? You would know, you been in before, man. Talk to me bro --

Zambrano pays him no heed. Beck keeps on him. Meanwhile:

SMILEY
This is one fucking depressing night for Smiley, man. I'm a Libra -- I'm all about wine, women, and song. This shit's contrary to my essence. What about you? You look a like a Virgo?

ANNA
I'm a fucking Puerto Rican and who the fuck is Smiley?

SMILEY
I'm Smiley. But from now on I should go by Dumb Asshole -- because my most recent crime has triggered Cleveland's persistent felony offender statute -- which means I'm looking at some serious time. I don't like what this New Year's bringing me. This shit wasn't in my horoscope.

ANNA
That's your own fault. I didn't even do nothing to be here. They looking for my sister and picked me up. I never committed a crime in my life.

SMILEY
Right. Smiley innocent, too. He didn't pimp those hos. His twin brother Murray did.

Anna gives him the finger. Smiley just smiles his patented big grin. Nearby, Beck's still bothering Zambrano:

BECK
Zambrano. Hey. Hey, man. Why don't you tell me if them stories about you are fact or fiction? C'mon, Z --

Zambrano doesn't even raise his head. Keeps working on that CROSSWORD. Beck keeps on him, still sticking his finger in his ear and smelling it as:

ANNA
(to Smiley, re: Beck)
Why's that skinny motherfucker keep sticking his finger in his ear?

SMILEY
He's a body-packer. A addict. He's got smack hidden in his ear. He's all jacked -- 'swhy he's sweating like Mike Tyson at a spelling bee and talking out his ass.

Beck suddenly turns around, eyeing Anna and Smiley:

BECK
You two talking about me? Here's some advice -- don't. I'm trying to keep my shit positive. I don't want to be tainted by a spic and a smoke's filthy dialogues.

Smiley looks away, can't be bothered. Anna can't let it go:

ANNA
So you gonna be that guy. Acting all hard in front of your hero over there. Go fuck off, ya racist junkie.

Beck and Anna glare at each other. Everyone's on edge. Tensions high. The MUSIC RISES O.S. Smiley's eyes fall on a WALL-CLOCK outside the cell:

SMILEY
Ahh shit. It's almost that time. The beginning of the end. Definitely a defining moment for Smiley -- AKA Dumb Asshole.

They all look up at the clock miserably -- 11:59:10. And we slowly PAN AWAY from the PRISONERS toward a WINDOW at the end of the CELLBLOCK HALL. We look through the WINDOW and see:

THAT BLACK SUBURBAN -- in the forest behind the precinct now. A DEER grazing near the precinct, runs off, as TWO MASKED MEN CARRYING WEAPONS, come into view, moving quietly, as we HEAR:

IRIS (O.S.)
Here we go people. 20 seconds. Let's count it down -- 18, 17, 16 --

INT. FRONT OF PRECINCT -- SAME

Everyone's in front of the T.V. now, watching the BALL DROP in TIMES SQUARE. The New Year's COUNTDOWN HAS BEGUN:

EVERYONE
15, 14, 13, 12 --

38 EXT. BACK OF PRECINCT 13 -- SAME 3

As those TWO MASKED GUNMEN continue toward the PRECINCT. The REACH a BACK DOOR. Begin picking the LOCK.

EVERYONE (O.S.)
-- 11, 10, 9, 8, --

CELLBLOCK -- SAME

The prisoners are quiet -- except Beck, who's pacing like a caged animal again. The distant countdown can be heard:

VOICES (O.S.)
7, 6, 5, 4 --

BECK
Listen to that -- trying to demoralize all of us --

39 INT. PRECINCT REAR HALLWAY -- SAME 39

Quiet, dark. Just an EXIT DOOR in the middle of the hallway. PARTY SOUNDS and BECK'S incessant YELLING are muffled here. No movement until the **DOOR KNOB SLOWLY TURNS**. The DOOR OPENS and those TWO GUNMEN enter quietly with AUTOMATIC WEAPONS DRAWN.

40 FRONT OF PRECINCT -- SAME 4(

Everyone's still counting down:

EVERYONE
3, 2, 1. HAPPY NEW YEAR!

They all embrace, celebrating, cheering. Roenick and Alex shake hands awkwardly. BEHIND THEM -- THOSE TWO GUNMEN -- pass through a HALL, just appearing for a second, then they move on into another hall, unnoticed.

41 CELLBLOCK -- SAME 41

No one moves. Just the distant SOUND of the CELEBRATION in the front of the precinct. Beck is SCREAMING NOW:

BECK
My News Year's resolutions are to stop taking the lord's name in vain and to make all your lives fucking miserable while I'm in your custody!

FRONT OF PRECINCT -- SAME 42

Everyone is now huddled together. SINGING **'AULD LANG ZYNE'**. Officer Rosen steps away from the pack:

ROSEN
I gotta take a piss.

3 CELLBLOCK -- SAME 43

Beck is still SCREAMING at the O.S. SINGING COPS:

BECK
If I can't have a good time, then I'll be forced to fuck with you! Now I want my fucking MEAL! I want it now! I'LL SUE! That's my right --

Finally, Anna speaks up:

ANNA
Man, shut up, you're driving me fucking crazy!

BECK
Stay outta my shit, ya spic whore.

SMILEY
(rising)
I'm a half Puerto Rican motherfucker, motherfucker. Now I wasn't born under a belligerent moon, but if you tip my scales I'll dance.

Smiley pushes Beck -- hard. Beck pushes him back. They're both screaming, fighting, wrestling -- all hell breaking loose. Nearby, Zambrano begins to nod off as we go to:

4 BACK HALLWAY -- SAME 44

Those GUNMEN continue moving in, stealthily. The SCREAMS of the FIGHTING PRISONERS getting closer, seemingly guiding them.

5 ROSEN -- BATHROOM 45

Finishes pissing. Doesn't wash his hands. Exits into the hall. Stops -- HEARING THE FIGHT BETWEEN THE PRISONERS.

46 FRONT OF PRECINCT -- SAME 4

Everyone still singing 'Auld Lang Zyne'. Oblivious.

47 CELLBLOCK -- SAME 47

The Beck/Smiley fight continues when Anna spots the TWO GUNMEN coming around the corner first:

ANNA
What the fuck --

Baffled, she POINTS. Everyone looks up now -- spotting the approaching GUNMEN -- targeting the PRISONERS with RIFLES.

SMILEY
Who the fuck --

Suddenly, ROSEN steps into the other end of the corridor:

ROSEN
What are you fucking anim --

He stops mid-sentence when his eyes fall on the TWO MASKED GUNMEN at the other end of the hall -- just ten yards way.

Stillpoint. No one moves until Rosen goes for his weapon! The Gunmen FIRE before he gets his gun up. POP! POP! TWO SILENCED SHOTS! Rosen takes one in the gut. Falls. But he FIRES back! The PRISONERS REACT -- SCREAMING.

48 FRONT OF PRECINCT -- SAME 48

Everyone stops singing as the SOUND of ROSEN'S O.S. GUNSHOTS RISE. GIL runs to the CELLBLOCK. Jasper and Roenick follow.

49 CELLBLOCK -- SAME 49

ROSEN, GUT SHOT, but FIRING at the TWO MASKED ASSAILANTS -- who are turning, disappearing down the perpendicular hallway.

The Prisoners are on the ground, shocked, scared. Zambrano, under his bunk, is peering out at the retreating GUNMEN when GIL enters the hallway, sees his bleeding partner.

ROSEN
They went down the hall!

Gil runs into the perpendicular hall. He sees the SHADOWS of the retreating GUNMEN as they open the BACK DOOR and exit.

BEHIND HIM -- ROENICK and JASPER enter the CELLBLOCK. They move to the bleeding Rosen. Rosen points down the hall, indicating his partner's direction. 50

ROENICK
Jasper, stay with him.

Roenick runs down the ADJOINING HALLWAY. Sees GIL standing by the back door -- firing out into the night.

1 THE GUNMEN -- OUTSIDE PRECINCT 51

Hauling ass through the snow. Gil's gunshots just missing them. GUNMAN 1 turns and opens FIRE WITH HIS AUTOMATIC SUB MACHINE GUN -- peppering the precinct and HITTING --

2 GIL -- who drops. Roenick reaches Gil -- his stomach ruptured by a GUNSHOT. Roenick pulls Gil out of harm's way as the GUNMEN disappear into the forest. Roenick kicks the door closed and checks Gil -- his stomach bleeding badly: 52

ROENICK
Just breathe. We'll get you help.

IRIS steps into the HALLWAY. Her face goes ashen.

ROENICK
Iris, stay with him.

Iris leans down over the bleeding Gil as Roenick runs back toward the CELLBLOCK where he finds ROSEN lying in a large pool of his own blood. Jasper is leaning over Rosen -- looking up at Roenick -- shaking his head -- Rosen is dead.

Roenick stands in shock. -- Smiley and Anna, are still on the floor in their cells. Beck's already yelling at the COPS as he frantically sticks his finger in his ear and sniffs it:

BECK
Are you fucking kidding me? I get this shit downtown, not here. That's supposed to be the one benefit of bars, man -- no bullets whizzing by your face. Bullet-free fucking zone.

Roenick stares at this macabre tableau, chilled. -- And in the middle of all this, Zambrano sits in his cell, unhurt. Alex enters the hallway, sees the dead cop:

ALEX
Oh my God --

Jasper stands and runs to Zambrano's cell, furious:

JASPER
You son of a bitch! It was your people. They came to bust him out!

Zambrano's expression betrays nothing. Roenick steps forward:

ROENICK
Enough. -- Jasper, check the back doors -- they're gone -- just make sure. Alex, call backup. Tell them we need an ambulance. Move now. The threat is over. Everyone relax.

SMILEY
Relax. Are you kidding me, Sergeant?

53 INT. FRONT OF PRECINCT -- A BIT LATER 5

Alex holds a phone to her ear. Iris bandages Gil's bleeding stomach. He looks ashen. Holiday MUSIC blares incongruously from a radio. ROENICK enters. He shuts the music. To Gil:

ROENICK
I'm sorry about your partner. I moved him to an office. How are you?

IRIS
He needs a doctor ASAP.

GIL
Why wasn't there an alarm on your back door?

Before Roenick can answer, Jasper enters from the back:

JASPER
Alarm hasn't worked for months.
(with dramatic emphasis)
They're still out there.

Everyone looks at him:

JASPER
There's a truck in the forest. It's not moving.

Roenick moves to the window -- looks out -- sees the distant image of the ominous black SUBURBAN parked in the forest.

ROENICK
They must assume we're calling backup.

And then:

ALEX
I'm having a little problem here.

They all look at Alex.

ALEX
Phones aren't working.

JASPER
Zambrano's men cut the lines.

IRIS
Hold on. How do we know for sure it was Zambrano's men, Jasper? The storm could've taken out the phones.

JASPER
Bullshit. It was them.

ROENICK
Everyone settle down. Try the radios.

JASPER
Don't bother. Already tried. Not working. Frequencies blocked.

ROENICK
Frequencies blocked? That's not something everyone knows how to do.

JASPER
Zambrano's men must've hired professional help, because they're all blocked, completely. And if they blocked the radios, I bet they did the cell phones too --

Iris and Alex are already trying their cells.

IRIS
I'm not getting a signal.

ALEX
Neither am I. What the fuck?

JASPER
I'm telling you -- they cut us off and they're planning some other way to get their guinea boss out.

ALEX
Maybe someone heard the gunshots and'll come to check it out.

ROENICK
No. All these factories are closed. Nearest residence is a mile away -- and anyone who heard the shots will just think someone celebrated the New Year with some fireworks.

ALEX
I don't buy any of this. They, whoever THEY are -- are gone. Maybe THEY just left their vehicle behind. I'm going to my car --

She moves to the door, opens it and: BAM! BAM! BAM! A short salvo of BULLETS peppers the door. Roenick reacts, pulling Alex to the ground. Kicking the door shut as its continuously battered by bullets for several seconds.

Alex lies in shock. Suddenly, the cool, collected psychologist starts losing her shit:

ALEX
What the hell is going on here? What do these people want? No one attacks a police precinct for godsakes.

JASPER
(interrupting)
-- Sergeant. You need to see this.

Roenick moves to the window, joining Jasper. Looks out and sees **SHADOWS OF MEN** moving away from that Suburban. About 6 men -- taking position AROUND THE PRECINCT. **ONE MAN ON EACH SIDE** -- dark figures against stark white landscape.

JASPER
They're surrounding the precinct.

Everyone peers outside -- seeing the DARK, GUN TOTING SILHOUETTES encircling the precinct. Alex goes pallid:

ALEX
Oh my God. I'm not supposed to be here. This is unacceptable.

GIL
They're setting up a perimeter plan. They're preparing to come in he --

And then, interrupting -- CRASH! BAM! THE FRONT WINDOW SHATTERS in a hail of GLASS! Alex crumbles to the floor. Iris instinctively leaps behind a desk! Roenick and Gil pull their weapons. Gil FIRES back out the shattered window when:

ROENICK
CEASE FIRE! CEASE FIRE!

Gil stops shooting. Roenick is on the ground retrieving SOMETHING from the floor as he says:

ROENICK
Stay away from the windows. It wasn't gunshots. If anyone had a question as to who was doing this and why --

He picks up a LARGE ROCK. A name SCRAWLED ON IT -- **ZAMBRANO.**

JASPER
What did I tell you? THEY are his MEN. THEY are going to get their man out of here no matter what it takes.

Everyone's mind is racing. Alex is breaking --

ALEX
I can't wrap my head around what's happening here. This is a precinct --

IRIS
-- Shut the fuck up, Doc. You said that already. Now, everyone listen to me. They're giving us a way out here.

All eyes on Iris now:

IRIS
We give 'em Zambrano. What they want. And this fucked up night is over.

GIL
Not a bad idea.

JASPER
Damn straight. They're giving us a chance to end this now before there's any more killing. Let's take it.

They all look at Roenick. He's shaking his head adamantly:

ROENICK
No. I'm not letting the man responsible for the deaths of two cops, including Officer Rosen, walk free. Not an option.

JASPER
Jake, we can diffuse this situation --

ROENICK
-- I said no.

GIL
What in God's name are we supposed to do then, Sergeant? They're preparing to storm the fort here.

ROENICK
I don't think so. I think they're just trying to scare us into giving them Zambrano.

And then: WHOOOSH! The light suddenly go off! Precinct 13 goes **PITCH BLACK**! Everyone reacts, freaked:

IRIS
They're doing a damn good job.

54 EXT. CELL BLOCK -- SAME 54

The prisoners react to the darkness:

BECK
YEAH! Blackout. This shit deflates human smugness about the government's so called miraculous technology! Stick it up the bureaucrats' asses!

SMILEY
This ain't no blackout, junkie. Something funky's going on here and I want to know what the funk it is.

INT. PRECINCT -- SAME 55

Utter DARKNESS. Alex is nearly whimpering. Roenick, Jasper and Iris are searching for a FLASHLIGHTS in the dark.

GIL
They blinded us -- and they can see 20 20. Attack scenario.

ALEX
I'm hyperventilating.

ROENICK
Where's the flashlights, Jasper?

JASPER
We may have packed them aw --

IRIS
(interrupting, yelling)
SERGEANT!

Roenick, alerted, sees **A RED LASER LIGHT** -- pinpointed on his chest! It's a rifle's laser sighting -- coming in through the windows -- targeting him! Roenick dives to the ground:

ROENICK
Down, everyone down.

Everyone scrambles to the floor as a HALF DOZEN RED LASER SIGHTS seek entrance through the windows -- intersecting red PHOSPHORESCENT BEAMS scouring the room from every side.

ALEX seeks shelter behind a desk -- LASER SIGHTS yards away.

JASPER ducks between chairs -- LASER LIGHTS PASS over him.

GIL rolls off the DESK -- opening his wound up more. IRIS helps him as she dives to the floor.

ROENICK is below a window -- a LASER SIGHT right above him.

ROENICK
No one move. -- Jasper, reach up and get the blinds by you. Close them. I'll do the same on this side.

They each crawl toward the WINDOWS -- staying low -- avoiding the LASER SIGHTS -- reaching their respective WINDOWS -- pulling the BLINDS CLOSED. Shutting out all the laser sights!

Everyone takes a deep breath. Momentary relief.

JASPER
This doesn't mean they've left.

ROENICK
Scare tactics, people. They don't know how much firepower we have or don't have. I don't think they'll come again -- it's too risky.

GIL
I don't just care about them coming in here, Sergeant -- how are we going to get out there? There's only so much blood a man could lose and I'm at the limit right about now.

Gil does look bad -- he needs a hospital. Roenick's mind is racing. Everyone's looking at him for leadership. His hand unconsciously goes to the PILLS and LIQUOR FLASK in his pocket. He holds them, he opens the pills in his pocket and discreetly pops one in his mouth. His eyes fall on Alex, staring at him, aware.

ROENICK
Let's barricade all the doors and windows. And then I'll figure out a way to get some help here.

Everyone nods -- Roenick peers out the BLINDS -- sees those GUNMEN -- black apparitions against the WHITE LANDSCAPE.

CUT TO:

56 **MONTAGE -- A CONCUSSIVE SERIES OF SHOTS -- LOCKDOWN** 56

-- Jasper securing the BACK DOOR with HANDCUFFS.

-- Iris and Alex closing the blinds on all the windows in the back of the precinct.

-- Roenick pushing a desk in front a SIDE EXIT DOOR.

-- Jasper blocking another door with a VENDING MACHINE.

-- Iris and Roenick handcuffing another DOOR.

END MONTAGE

CUT TO:

EXT. PRECINCT 13 -- A BIT LATER 57

Snow continues. Those SILHOUETTED GUNMEN still present on each side. Unmoving wraiths -- guns visible under moon glow.

8 INT. PRECINCT 13 -- SAME 58

The dark precinct is now lit by a COMBINATION of FLASHLIGHTS, CANDLES. ROENICK stands by a side WINDOW, putting on a JACKET and placing a second GUN in his SOCK, preparing for something. Jasper steps up to him. Beat.

JASPER
It's my last night tonight, Jake. 28 years without a scratch. I got a bad feeling here. We can end this.

ROENICK
We're going to be fine, Jasper. I promise you. I'll get us out of this.

JASPER
Is this really a safe move?

ROENICK
That cop dies back there I don't give this a shot.

JASPER
Are you really up for it?

Roenick knows the implication. Doesn't know the answer.

ROENICK
Get to the window by the bathroom. Once I get away, they'll follow -- you keep this place locked down until I get some help here.

Jasper moves off. Roenick slowly climbs out of the window --

9 EXT. PRECINCT -- CONTINUOUS 59

--- And into the night. We see what his PLAN IS NOW -- to get the TRANSPORT BUS -- which is yards away and protecting him from being SEEN by the GUNMEN. He crouches low, moving to BUS.

He leans up against the passenger door, hidden. He can't see through the windows, all covered in snow. He raises his gloved hand, wipes the SNOW from the SIDE WINDOW, revealing:

A MASKED FACE -- pressed up against the window. WHAM! The passenger DOOR swings OPEN, knocking ROENICK on his ass.

The MASKED GUNMAN emerges, holding a GUN. Roenick kicks him in the shin! The Gunman falls, dropping his weapon beneath the BUS. Roenick raises his gun when BAM! He's punched in the face by the Gunman. They're wrestling, fighting, punching, scratching. Their blood shocking the snow red. Same time:

60 JASPER, ALEX, AND IRIS -- WINDOW 60

See what happening.

IRIS
Christ, we have to do something --
Jasper, try to get a shot --

Jasper raises his gun -- trying to target the GUNMAN fighting with Roenick -- arm out the window when BAM! BAM! TWO SHOTS ricochet off the WINDOW PANE -- they all dive to the floor.

61 POV -- SNIPER -- TREELINE 61

Firing at the window and then aiming at Roenick.

62 ROENICK AND GUNMAN 6

Grappling violently. GUNMAN gets the upper hand -- his hands around Roenick's throat. Roenick's choking, turning red. His left hand trying to reach the GUNMAN'S WEAPON under the BUS. His hand bangs into an ICICLE -- 10 inches long and hanging from the bus chassis. He grabs the icicle and thrusts it through the Gunman's eye. He falls over dead.

Roenick then keels over and VOMITS. Disgorging all the liquor -- the pills -- cleansing his system, when BAM! BAM! Two shots ring out from the TREE-LINE again -- just missing ROENICK -- he dives -- behind the BUS -- using it as SHELTER.

He looks inside the BUS. IGNITION WIRES CUT by the GUNMAN. Roenick, still shielded by BUS, leans over the GUNMAN and removes his mask, revealing -- TANA -- one of the MEN we saw chasing ZAMBRANO outside the church.

He then slowly reaches forward -- toward the TANA'S BODY -- retrieving the GUNMAN'S WEAPON, HIS WALLET, and anything else on his person, when:

BAM! BAM! TWO MORE GUNSHOTS ring out -- just missing his hand as he grabs these items. Roenick then yells:

ROENICK
Gimme cover, Jasper!

3 JASPER -- INSIDE PRECINCT 63

Firing blindly at the treeline -- providing cover for Roenick. Roenick makes his move -- running to the window -- BAM! A BULLET JUST misses him. Roenick reaches the window and DIVES --

4 INT. PRECINCT -- CONTINUOUS 64

-- Roenick lands inside. BAM! BAM! BAM! Bullets peppering the window behind him. Jasper, Alex, and Iris help him up. Roenick, shaken, gets his bearings:

ROENICK
That plan's not gonna work.

They all assumed that. But he had to state in anyway. Worried faces. Roenick reaches in his jacket and retrieves the ITEMS he found on the GUNMAN. He throws them on a desk.

ROENICK
Found these on our friend out there.

He goes for the wallet. Opens it and sees -- **A BADGE -- A CLEVELAND POLICE BADGE**. The man's a COP. Off everyone's SHOCKED FACES.

5 INT. FOREST -- NIGHT 65

Two MEN stand near the BLACK SUBURBAN. One man, GUNMAN 2, eyes the TRANSPORT BUS through BINOCULARS. The other man is HAGEN -- Tana's partner when chasing Zambrano earlier.

GUNMAN 2
Can't see him. We have to assume he was either caught or killed.

Hagen knocks on the Suburban DOOR. It opens, revealing **MARCUS DUVALL** -- head of the CLEVELAND PD ORGANIZED CRIME UNIT.

HAGEN
Marcus, we have a problem.

66 INT. CELLBLOCK -- NIGHT 6

Zambrano's doing his crossword again. Beck is pacing back and forth (still sticking his finger in his ear and sniffing it), still trying to talk with the mobster:

BECK
You got some loyal soldiers working for you, Z. That level of loyalty is quite fucking rare --

Zambrano still pays no attention. Beck continues anyway, as SMILEY and ANNA speak through bars behind him:

ANNA
Something's up. Those cops are buzzing around like they got ants in their drawers.

SMILEY
Damn straight. Why haven't we heard any sirens? This shit's as shady as Liz Taylor's shoes.

And then:

ROENICK (O.S.)
I know you have a lot of questions. Everything's fine. It's all under control. Backup's on its way.

They all turn to ROENICK as he enters the CELLBLOCK:

SMILEY
What were those gunshots we heard?

ROENICK
I thought I saw someone sneaking up to the precinct. Fired some shots but it turned out to be a scared dog.

BECK
I'm still suing your fucking ass for all th --

ROENICK
-- Shut the fuck up, Beck.
(to ZAMBRANO)
I need to speak with you.

:NT. BLACK SUBURBAN -- NIGHT 67

HI-TECH SURVEILLANCE EQUIPMENT within. Duvall is inside with .lagen, Kahane, and three other COPS we recognize from PRECINCT 21 earlier -- all part of his ORGANIZED CRIME UNIT.

Dire, intense mood. (NOTE: There's a familiarity between these men -- they know each other very well -- there's nothing formal or procedural about them.)

DUVALL
I want his body brought back here. I don't want him lying out there in the snow like some dead deer. Goddamn it, I was godfather for Bobby's kid last year. That's two men who have died because of Zambrano in one day. Two.

Beat, all men fighting emotion. Then:

KAHANE
We tried to do it right, Marcus. But now they know it's us. There's no choice now.

DUVALL
How many inside, Mike?

KAHANE
We got lucky -- we had them diverted to a precinct that was short-staffed. So there's only eight or nine inside.

Duvall pauses, thinking, he looks conflicted.

DUVALL
Half are cops and civilians?
(off Kahane's nod)
Gentlemen, the question I have to ask myself is what am I capable of? What are we capable of?

He shakes his head, thinking. Kahane says:

KAHANE
Should I get the men down here, Marcus?

DUVALL
Yeah. They're probably all at my house waiting for us to arrive for the New Years party. Call and tell them to suit up and get down here. In the meantime, I'll figure out what I'm, we, are prepared to do here.

INT. PRECINCT 13 -- NIGHT

Zambrano (cuffed) sits across from Roenick in his OFFICE.

ROENICK
-- I just killed a man. His name was Gary Tana -- a COP. A cop who worked for Ray Portnow. The man you killed.

ZAMBRANO
Say again. I wasn't paying attention.

ROENICK
Why are cops risking their lives to get to you, Zambrano?

ZAMBRANO
Why should I answer your questions?

ROENICK
'Cause I'm thinking about sending you out to the wolves and saving my own ass if you don't.

Beat. Then:

ZAMBRANO
Gary Tana was one of Marcus Duvall's boys. They're here to execute me because if I make it to court every single one of them will go to jail for the rest of their days.

ROENICK
Why's that?

ZAMBRANO
I assume you know who I am, Sergeant.

ROENICK
You're a scumbag gangster.

ZAMBRANO
That's accurate. And one of my scumbag partners in crime has been your fellow officer, Marcus Duvall, and his entire team. We usually split everything fifty fifty. Duvall got greedy. Wanted 65 percent.

ROENICK
That didn't sit well with you.

ZAMBRANO
Not particularly.

ROENICK
So you killed Ray Portnow.

ZAMBRANO
After he tried to kill me.

ROENICK
Let's assume, for now, that all that's true. How many cops are involved in this?

ZAMBRANO
I can't exactly say. Their blood money runs through your whole department. I can bring down Duvall and dozens of other cops with the information and taped conversations I have. So I bet they're all here. They can't let me leave here alive.
(beat)
And you either -- now that you killed his man and know it's him out there.

ROENICK
How do I know you're not lying?

ZAMBRANO
I can swear on my mother, but I don't know if that would work for you.

Roenick doesn't laugh. IRIS suddenly ENTERS in a burst:

IRIS
It's Officer Gil.

68 INT. FRONT OF PRECINCT 13 -- NIGHT 68

Officer Gil lies still on a desk. Eyes closed, not moving. A JACKET is pulled over his face. PULL BACK TO REVEAL ROENICK placing that jacket over Gil's head. Alex, Iris, and Jasper are behind Roenick. Zambrano stands cuffed in the b.g. They all eye the dead cop -- contemplating their own fates.

IRIS
Did he have a family?

No one knows the answer. Alex looks like she's mumbling something to herself again. Roenick looks down at GIL'S BLOOD. The tense moment is broken by the RUMBLE OF A VEHICLE OUTSIDE!

IRIS
Someone's coming!

They all peer outside -- seeing TWO TRUCKS -- driving past the PRECINCT toward the BLACK SUBURBAN in the forest.

ZAMBRANO
Hit squads. Here for every one of us.

JASPER
Fuck you! This is all your fault!

ROENICK
He's right, Jasper. They'll be coming strong now that we know it's them. Alex, Iris, can you handle weapons?

ALEX
I can't breathe.

JASPER
Reel that shit in, honey.

ROENICK
Take a deep breath, Alex. I need you. I need all of you. We're each going to take position around the precinct. We hold them off until dawn -- that's when the trucks will arrive. Let's move -- we may not have much time.

That all hangs there. Zambrano offers with a mocking tone:

ZAMBRANO
Why don't you give me a gun, Sheriff? You sure could use another deputy to fend off them black hats.

EXT. FOREST -- NIGHT 69

TWO TRUCKS pull to a stop in the forest. Seven MEN emerge, all wearing KEVLAR and CARRYING RIFLES.

0 INT. BLACK SUBURBAN -- SAME 70

Duvall sits alone, staring down at the BODY of TANA. The DOOR opens and Kahane steps inside. Duvall covers Tan's body with a blanket.

KAHANE
Men are here, Marcus. -- Do you want me to set up command in that building next door to the precinct?

DUVALL
No. Our sight'll be hindered from there. We stay here. I want full view of this place. We'll put snipers there.

Beat. Kahane and Duvall look at each. Then:

DUVALL
I'm trying to come up with a way to justify what we're thinking about doing, Mike. I'm looking at it as a matter of simple mathematics. If we walk away right now and those 8 people survive -- approximately 30 lives will be destroyed.

He looks out the Van's window -- at the men, waiting.

DUVALL (CONT'D)
These men, my friends, and all their families. People I feel responsible for. People I have grown to love.

KAHANE
8 or 30. What do they say, Marcus? The needs of the many outweigh the needs of the few.

DUVALL
No. It's bullshit, Mike. Its just rationalizing. Because what are we really talking about here? Numbers. No. We're talking about murder.

KAHANE
I like to look at it as self-preservation. Self-defense, even.

DUVALL
We're not stealing from or putting down some skel here. If we go through with this, we become no different than Zambrano or any other scumbag. Not an easy thing to live with, Mike.
(beat)
But I could live with that -- more than I could live with seeing all these families destroyed. More than I could live with a cell mate.

The decision made. Duvall's face hardens as he accepts what needs to be done. Something frightening behind his eyes.

DUVALL
Once we step outside this vehicle, those people inside the precinct are no longer cops and civilians. They're our enemies. We put every last one of them on the floor.

Kahane nods. Duvall takes a breath. Then:

DUVALL
I always wondered what I could be capable of to protect myself -- my family -- my men. I guess I'm about to find out. What a New Year.

71 INT. PRECINCT 13 BATHROOM -- NIGHT 71

SPLASH! Roenick throws water on his face. He dries his face -- reaches in his pocket and retrieves his BOTTLE OF PILLS and FLASK OF LIQUOR. He eyes them long and hard before thrusting them back into his pocket and exiting the bathroom --

72 EXT. HALLWAY -- SAME 72

-- As Roenick steps out. He approaches ALEX -- in position by a BACK WINDOW and DOOR. She's awkwardly holding a gun. She's also oddly mumbling to herself:

ALEX
512, 1024, 2048, 4096, 8192 --

She sees Roenick approaching. Stops mumbling. Long beat. Then:

ROENICK
What is that? OCD. The math is a some kinda ritual that makes you forget that you're scared shitless. Right?

She smirks.

ALEX
Not bad. It is Obsessive Compulsive Disorder. The complex problems force me to concentrate -- neutralizing whatever fear I'm feeling at a given time. I hide behind its structure.

ROENICK
Yeah, that's what I said.

They share a smirk:

ROENICK
I heard about how fucked up you psychologists are. I didn't know if it was true.

ALEX
I became a psychologist so I could focus on other people's neurosis, and not my own. I'm afraid of my shadow -- as you saw. I'm ashamed of myself.

ROENICK
You're going to be fine, Doc.

ALEX
No. You don't know that. Jesus, I don't know how you're all holding it together. Death has only been an abstract notion to me. Someone else's issue. Now it's mine. It's too much because it's **everything**.

ROENICK
I choose to think about living. How to do that. Not that we may die. It is different. 'I want to live' as opposed to 'I don't want to die.'

She looks at him. Mind racing.

ROENICK
You don't have to do this, Doc.

ALEX
Yes, I do. If I die -- I want to die gracefully. Not with my head between my knees. I don't want to live that way either. Telling patients to be strong when I could only retreat. I have to do this. I have to try.

He nods, impressed with her courage. She eyes him:

ALEX
How are you keeping it together?

ROENICK
I keep telling myself that no one will die this time.

ALEX
You may be setting yourself up for a fall by thinking that way, Sergeant. We both know what could happen here.

He doesn't want to hear that. He reaches down, takes her gun:

ROENICK
Safety off.

He gives her back the gun and walks away. He HEARS her COUNTING ALOUD O.S. -- "131072, 262144", etc. He reaches:

73 THE CELLBLOCK -- ZAMBRANO'S back in his cell -- doing his crossword. He sees Roenick, winks at him. Roenick eyes BECK sleeping in the next cell; SMILEY awake nearby -- staring skyward contemplatively; ANNA, asleep in her cell. 73

ROENICK
You say anything to them, Zambrano?

ZAMBRANO
You think they'd be sleeping?

Roenick bangs his BATON against the CELL BARS. CLANK! CLANK! Everyone awakens, pissed.

ROENICK
The men who came in here haven't left. They're outside. We don't know what they're prepared to do.

BECK
Zambrano's men?

Roenick looks at Zambrano. Zambrano smirks and says:

ZAMBRANO
Go on, Sergeant. Tell 'em.

ROENICK
Not Zambrano's men. Cops.

A ROAR of DISBELIEF from everyone. Beck's the loudest:

BECK
You gotta be fucking kidding me? My case is getting stronger by the minute. You cops have put us in the middle of some of the fuckinest sh --

Beck is cut off when JASPER appears, calling urgently:

JASPER
-- There's movement outside, Jake.

ROENICK
(to the prisoners)
We'll do what we can to protect you.

Roenick's off. Leaving the PRISONERS in shock.

We FOLLOW ROENICK AND JASPER running down the HALLWAY -- to a WINDOW -- BLINDS DRAWN. ROENICK retrieves the INFRA RED GLASSES he stole from the GUNMEN -- using them, he looks out of the window -- seeing a chilling image:

A DOZEN OF DUVALL'S MEN -- fanning out away from the trucks.

ROENICK
Jasper, take your position.

Jasper takes off. Roenick checks his weapon. He YELLS:

ROENICK
GET READY. THEY'RE COMING!

CUT TO:

4 VARIOUS SHOTS -- DUVALL'S GUNMEN taking positions around the precinct -- OTHER MEN driving POLICE CARS and BLOCKING THE STREETS AROUND THE PRECINCT -- setting up road blocks. 74

75 INT. PRECINCT 13 -- SAME 7

Iris sits in the back hallway -- peering through blinds at the GUNMEN as they move behind trees. Iris checks her weapon.

76 EXT. PRECINCT -- VARIOUS SHOTS 76

GUNMEN setting up in cover positions on every side of the precinct. Behind TREES, SNOWBANKS, A NEARBY FACTORY. Looking through NIGHT VISION GOGGLES as they raise their weapons.

77 ALEX -- PRECINCT 77

Positioned alone in the right side hallway -- by a window and a door. She looks terrified. She's COUNTING, MULTIPLYING:

ALEX
525288, 1048576, 2097152, 4194304 --

Her VOICE RISING -- louder, faster. Suddenly, she STANDS, and runs to a NEARBY INNER OFFICE, retreating, away from the windows. She curls up, terrified. STILL MULTIPLYING ALOUD.

78 DUVALL -- FOREST 7

Watching his TROOPS take position. Eyes no longer conflicted.

DUVALL (ON RADIO)
Gentlemen, our women are all waiting back at my house -- I told my wife to keep the champagne on ice until we get there. Be careful. Let's do this for Ray and Bobby.

Suddenly, BAM! BAM! BAM! GUNSHOTS, bursting from every side of the precinct, lighting up the night like a Fireworks show.

79 INT. PRECINCT 13 -- VARIOUS CONCUSSIVE SHOTS 79

ROENICK dives to the ground as his window is shattered by BULLET-FIRE. DOWN THE HALL:

80 JASPER hits the floor -- his body showered with glass as his window is bombarded with bullets. In the back INNER OFFICE: 80

ALEX is curled in fetal contortion -- far from the bullet fire! Still MULTIPLYING! Down the hallway: 81

2 IRIS -- on the floor -- cursing furiously under her breath as her area is blitzed by bullets and glass. IN THE CELLBLOCK: 82

3 PRISONERS -- are diving to the floor as the distant SOUND of BULLETS rises. Zambrano finally puts away his crossword. 83

4 DUVALL - -- FOREST 84

Watching intently as his team keeps firing. Into his radio:

DUVALL
Don't let up.

5 ROENICK -- PRECINCT 85

Can't even stand as bullets tear apart the precinct. He doesn't see SOMETHING SAILING through the window next to him. It looks like a GRENADE. It EXPLODES in a BLINDING BURST OF WHITE LIGHT! It's a CONCUSSION GRENADE! Roenick's thrown off his feet -- his EARS bleeding. His eyes momentarily blinded.

6 VARIOUS SHOTS INSIDE PRECINCT 86

As CONCUSSION GRENADES sail through every window: BAM! BAM! BAM! Multiple EXPLOSIONS rippling through the precinct. Iris, and Jasper all diving for cover! At the same time, PULSE FIRE BULLETS continue TEARING the precinct to shreds.

ROENICK catches fleeting images of GUNMEN -- he tries to SHOOT BACK but his window is bombarded by pulse fire. He sees a nearby DOOR blown off its hinges by another concussion grenade! They can't fight back.

Roenick crawls away from the window. Something on his mind. He runs heedlessly across the PRECINCT. He crosses into the:

7 CELLBLOCK -- The PRISONERS see Roenick. 87

ROENICK
Everyone up! You're coming with me!

88 INT. EVIDENCE ROOM -- MOMENTS LATER 88

As ROENICK DUMPS a BOX of WEAPONS -- NEW and OLD -- onto a TABLE -- GUNS, KNIVES, SAMURAI SWORDS, AXES, BASEBALL BATS, etc. The sound of GUNFIRE rings incessantly O.S. The PRISONERS are around him, amazed to be free:

BECK
Why should we help your pig ass?

ROENICK
You're helping yourselves as much as me. So choose your weapon and stop anything that approaches.

The PRISONERS don't hesitate -- they all move forward to grab weapons when JASPER runs in -- sees the unchained PRISONERS.

JASPER
What in God's name are you doing?

ROENICK
We need them.

JASPER
They can't be trusted, Jake.

ROENICK
We don't have a choice.

Roenick moves off while behind him the PRISONERS grab their weapons. Jasper's furious, watching them suspiciously.

89 DUVALL -- FOREST 89

Directing the assault like Patton from a balustrade:

DUVALL (ON RADIO)
Cease fire. Not much resistance. Move forward, breach the interior, and clean up. Second team, provide cover.

90 VARIOUS SHOTS -- GUNMEN 90

As they stop shooting. Several GUNMEN move forward, closer to the PRECINCT. OTHER GUNMEN remain in cover position, pressing BUTTONS on their RIFLES which suddenly emit RED LASER BEAMS.

PRECINCT -- SAME 91

Quiet. Smokey, gunpowder dark. The interior is now penetrated by RED LASER BEAMS -- seeking entrance through blown out windows and sweeping through the precinct for targets.

2 IRIS -- BACK HALLWAY 92

On the ground -- LASER BEAMS all around her. Behind her, a DOOR OPENS. A GUNMAN emerges. She's about to die, when WHOOSH! A FLASH OF MOVEMENT, and an **AXE** is embedded in the CHEST of the GUNMAN. The Gunman falls, chest rent asunder. Alex sees:

ZAMBRANO emerging like an apparition, wielding both that AXE and a SAWED-OFF SHOTGUN -- an image of uncompromising menace. He shoots the GUNMAN next -- killing him. All Iris can say is:

IRIS
Holy mother fuck.

3 ALEX -- INNER OFFICE 93

Alex is low -- frozen in fear, multiplying incessantly:

ALEX
8388608, 16777216 --

Yards away, outside this inner office, a GUNMAN climbs inside the WINDOW. He walks toward Alex's office. Sees Alex cowering on the floor -- counting aloud. He targets her when:

VOICE (O.S.)
Need some help, young lady.

Both Alex and the GUNMAN turn, seeing SMILEY -- approaching with dual .45's -- he fires both of them -- killing the GUNMAN -- who stumbles backward, falling back out the window.

His partner outside seeks quick shelter, stopping his approach. Alex just stares up at Smiley, shocked, grateful.

4 FRONT OF PRECINCT -- SAME 94

Roenick's back by the front window. RED LASER BEAMS intersecting and trying to find targets here also. Jasper appears, joining Roenick:

JASPER
Sergeant, that was a bad idea --

ROENICK
We were outgunned, Jasper. Now --

WHOOSH! Another concussion GRENADE sails through the window. BOOM! It explodes in a hail of LIGHT and FIRE, throwing both Roenick and Jasper off their feet. Jasper lands hard, going unconscious. Roenick lies in a heap, dizzy, bleeding, when:

95 OUTSIDE -- GUNMEN 95

Draw closer to the precinct. They reach the window Roenick was guarding. One of the GUNMEN spots ROENICK on the floor. He targets him. Roenick looks doomed when WHACK! The emerging GUNMAN'S RIGHT ARM's is SLICED RIGHT OFF by:

BECK -- wielding a SAMURAI SWORD like Zatoichi. He slashes at the GUNMAN, stabbing his chest as he falls in the precinct. Beck then raises a GUN and SHOOTS into the night, sending the other GUNMEN back to the forest.

Roenick, gaining semblance, spots ANNA, near a blown-out window, holding a FLARE GUN. Roenick moves to her as she fires the FLARE into the NIGHT -- the FLARE sails HIGH -- lighting the white ground beneath in a shimmering red glow -- highlighting **4 MEN** -- moving toward the side of the precinct.

ANNA
Gimme them liquor bottles.

Roenick grabs the BOX OF LIQUOR BOTTLES off a nearby desk.

96 SMILEY -- BACK HALLWAY 96

Firing wildly into the night.

97 ZAMBRANO AND IRIS -- SIDE HALLWAY 97

Working as a team -- positioned by PARALLEL windows.

98 BECK -- FRONT OF PRECINCT 98

Firing out the window and screaming. He's clearly enjoying this while behind him, ROENICK and ANNA have made MOLOTOV COCKTAILS out of the LIQUOR BOTTLES. Anna fires another flare into the NIGHT -- arcing red firelight, highlighting GUNMEN just ten yards from the precinct and approaching. Anna yells:

ANNA
NOW!

Roenick lights the FIRST COCKTAIL. She hurls it out the window! The GUNMEN disperse. It's too late. WHAM! It EXPLODES in a hail of GLASS and FIRE, one of the GUNMEN is ignited, burning. Two of his fellow GUNMEN extinguish the flames while the others retreat! Roenick yells:

ROENICK
I'm going to help the others!

Roenick runs off -- finding SMILEY. He hands HIM several cocktails and MATCHES!

ROENICK
Use these!

He runs to ZAMBRANO and IRIS. He gives Zambrano the COCKTAILS.

ZAMBRANO
Resourceful. I'm impressed.

9 VARIOUS CONCUSSIVE SHOTS -- GUNMEN 99

Approaching from different sides of the PRECINCT -- suddenly WHAM! WHAM! WHAM! Molotov cocktails thrown by Anna, Roenick, Smiley, and Zambrano sail through the night sky -- EXPLODING in the snow -- sending those GUNMEN back to retreat.

-- DUVALL -- FOREST 100

Watches the NUMEROUS MOLOTOV COCKTAIL EXPLOSIONS from a distance. He CALLS into his RADIO furiously:

DUVALL
Stand down. Pull back.

01 ROENICK -- FRONT AREA OF PRECINCT 101

Peering out the window. He sees GUNMEN retreating back to the confines of the forest. All is suddenly calm.

ROENICK
They're going back. We held them off.

BECK
Run little pigs! Run!

Smiley and Alex appear in the dark:

SMILEY
They're retreating in the back.

Roenick and Alex exchange a glance. She looks exhausted, numb, embarrassed. Iris appears. Zambrano behind her.

IRIS
Maybe they'll leave for good.

ZAMBRANO
They're not going anywhere.

Roenick looks at Zambrano -- knows he's right. The Cop and the Mobster exchange a glance when Roenick sees MOVEMENT behind Zambrano -- the GUNMAN we thought Beck killed -- sans an arm but alive and targeting the Mobster with his weapon.

ROENICK
GUN!

The GUNMAN FIRES just as Roenick KICKS his leg out violently, nailing Zambrano, sending him to the floor, out of harm's way, as he shoots at the same time -- killing the Gunman. Zambrano lands in a crumpled heap. ANNA checks the GUNMAN:

ANNA
He's done.

Zambrano eyes Roenick -- confused by his actions. He subtly nods to him -- his way of saying thanks. Zambrano stands.

It's quiet. Everyone's gathered. Roenick, Alex, Iris, Beck, Zambrano, Anna, Smiley. Cops, Criminals, Civilians. Alex looks at the SWORD and GUN Beck holds -- the WEAPONS Zambrano holds -- bad men -- now free -- armed for bear.

ROENICK
First off -- is anyone hurt?

Before anyone can answer:

JASPER (O.S.)
PUT THAT WEAPON DOWN!

Everyone turns to see -- JASPER -- standing -- he's regained consciousness and he's pointing his weapon at ZAMBRANO. ZAMBRANO has his weapon levelled at the old cop.

JASPER
Relinquish your firearm!

ZAMBRANO
You don't want to point a weapon at me, Old Man. That's not a smart move.

JASPER
Sergeant, cover the others -- have them give up their weapons!

Anna, Beck, and Smiley react. Raising guns, targeting Roenick. Roenick, Iris, and Alex jump in -- pointing their weapons at Smiley, Beck, and Anna. Standoff. THE PRISONERS VS. EVERYONE.

ANNA
We save your ass and now you're turning on us.

JASPER
First chance they get, they pop us in the back so they can get outta here.

BECK
Criminals have the right to protection against assault under all circumstances. And if you can't provide that we will. So FUCK OFF!

Roenick slowly lowers his weapon. All eyes on him now:

ROENICK
Problem's outside, people, not in here. One enemy is enough. Jasper -- lower your weapon.

JASPER
Over my dead body!

ROENICK
Jasper, they need us to hold off these cops -- as much as we need them. We need to trust each other starting now if we're going to make it through the night.

They all look at each other -- knowing he's right -- somehow, these two opposing sides have to find trust. It's tense.

ROENICK
Lower your guns. We'll get through this night ONLY if we work together.

Long beat. Still point. All eyes staring hard at each other -- searching for some hints of trust. Roenick looks at Iris and Alex. They lower their weapons. Zambrano looks over at Smiley, Beck, and Anna. He subtly nods and lowers his weapon. They follow the Mobster's lead -- the assumed leader of their side.

Everyone looks at Jasper, who's still targeting Zambrano:

ROENICK
Jasper, lower your weapon.

JASPER
This is a --

ROENICK
Lower your goddamn weapon!

Reluctantly, Jasper lowers his weapon. Walks away. Angry with Roenick. Tension still thick, but immediate problem resolved.

ROENICK
It's four hours 'til sun up -- we hold them off until then -- we make it. We assume positions around the precinct, using the weapons we have, and the weapons from the cops we just killed. We'll introduce ourselves to each other -- it's the New Year -- turn over a new leaf and play nice.

Still tense. Smiley steps forward and makes the first intro:

SMILEY
The name's Smiley. I'm a Libra, born under the moon, and a three time loser facing life in jail for various misdeeds. Pleased to meet all you.

Zambrano says to Roenick quietly:

ZAMBRANO
You handle your people -- I'll handle these jokers. Maybe we'll have a chance to get through this.

They nod -- these two men forming an uneasy alliance. Zambrano walks away. Roenick approaches Alex. She looks away --

ROENICK
Alex, don't kick yourself for what you did back there. There was --

ALEX
-- No excuse.

She walks off, ashamed. He watches her go.

102 EXT. FOREST -- NIGHT 102

BLOOD decorates the snow. Several of DUVALL'S COPS are injured -- their wounds tended to by other MEN.

)UVALL and KAHANE are looking down at young cop TOBY ELIAS --)ody covered with grotesque THIRD DEGREE BURNS -- sustained luring battle. Another COP, JEFF, is working on Toby. Jeff ioves to Duvall:

JEFF
He's dead within the hour we don't get him to a hospital.

DUVALL
Unfortunately, that's not an option.

Kahane and Jeff look at Duvall, confused:

DUVALL
He's been burned, shot. Every cop in the city will be combing the streets. Hospital is out of the question.

JEFF
That's Toby Elias, Marcus. We've worked with him for 10 years --

DUVALL
Don't you tell me who that is, goddamnit! We don't have a choice.
(beat)
Is he feeling any pain?

JEFF
The worst. He can barely breathe. His lungs are on fire.

Duvall moves to TOBY -- leans down over him. Compassionate:

DUVALL
Hey, kid. You have no idea how sorry I am about all this. You know I love you. I'm gonna make sure that Kim and the boys are taken care of. You don't worry about that. You just sleep now. I'll take care of everything.

And slowly, Marcus Duvall places his gloved hand over Toby's nose and mouth -- cutting off his labored breath. With no strength to fight him -- Toby's burnt eyes go wide for a short beat -- before fading and closing. He dies in Marcus' arms.

Kahane and Jeff watch quietly in the b.g. Duvall stares down at the dead Toby. A wealth of emotion on his face which after a beat, turns to pure venom as he stands and goes to Kahane:

DUVALL
Son of a bitch armed his prisoners. It's the smart play. Now there's at least 8 guns in there. So we can't storm the fort anymore, we'll just end up with more casualties.

KAHANE
Four hours 'til sun up, Marcus. If we can't breach, what do we do?

DUVALL
We're going to get the AV5 down here because I'm not losing one more man.

Kahane nods, smiling, 'good idea' as he raises his radio. Duvall tells another MAN:

DUVALL
Teddy, find out who's running this hole. I want to know the name of the man responsible for killing my men.

Kahane lowers his radio:

KAHANE
They're getting the AV5 ready. But it may take time in this weather. What happens if it doesn't get here in time?

DUVALL
Then I'll figure some other way to end this. Remember, the alternative is not an option.

103 INT. PRECINCT 13 -- NIGHT 103

Small coronas of light -- FLASHLIGHTS -- penetrate the dark. In these pools of light, we find SMILEY AND ALEX sitting near by a BACK WINDOW. A strange team. Harsh wind blows SNOW in through the window. Alex is shivering.

SMILEY
Jump up and down.

Alex looks at him -- obviously scared of this freed prisoner.

SMILEY
To keep warm -- jump up and down.

JASPER AND ANNA -- FRONT OF PRECINCT 104

Jasper's guarding the front door -- Anna's guarding a window nearby. Anna sees Jasper staring at her suspiciously:

ANNA
You either flirting with me or clocking my game 'cause you don't trust me. Either way, I don't like your beady little eyes all over my goodies. So turn the fuck away.

Jasper looks away, still disgusted that she's out of her cell.

105 BECK AND ROENICK -- SIDE HALLWAY 105

Guarding a side window. Beck's anxious, yelling out:

BECK
Make a move, pigs! COME ON!

Roenick grabs Beck and yells in his face:

ROENICK
SHUT UP or I'll do it for you!

Beck quiets down. He sticks his finger in his ear and sniffs it -- keeping his high going.

106 IRIS AND ZAMBRANO -- BACK HALLWAY 106

By a window. Iris is on her feet, tense. Zambrano is sitting on the floor -- calmly doing his crossword again.

IRIS
God, I want a cigarette so bad. Goddamn New Year's resolutions. Hey, Mobster, you make any resolutions?

ZAMBRANO
What do you think, Secretary?

She smiles. He goes back to his crossword. She offers:

IRIS
Don't you fucking hate it when someone offers to help with your crossword? So goddamn rude.

He smirks. He lowers the crossword.

ZAMBRANO
Take a load off, Secretary.

She sits. Then:

IRIS
You know I can't stop thinking about sex. I normally think about sex quite often but this is excessive. I don't know why I'm telling this.

ZAMBRANO
Sex and death are closely associated. Sex as a way of nullifying thoughts of death. It's common.

He smirks. She eyes him curiously.

IRIS
So what's the deal with you, Mobster? You really been shot five times? You really pull a man's spine out?

ZAMBRANO
6 times. And it was an Adam's Apple.

She looks stunned. He stands, gesturing for her to also stand. She does. He demonstrates on her.

ZAMBRANO
You ever get into a tussle, Secretary, grab a man by his Adam's Apple, dig in, and squeeze.

He leans close to her -- placing his hand around her Adam's Apple -- squeezing but not to hard -- just enough -- intimate -- almost sensual. She takes a deep breath as:

ZAMBRANO
I guarantee you he will drop. And he won't get up for sometime.

He releases her. She stares at him. He's intimidating, charismatic. She's hooked. Suddenly -- **CRACK**! Outside their window. They both tense. Zambrano peaks outside when SOMETHING JUMPS UP IN FRONT OF THE WINDOW! ZAMBRANO freezes, ready to FIRE, when he SEES that it's just a RACCOON.

ZAMBRANO
Nothing. -- You know what worries me, Secretary -- there's no movement out there at all.
(MORE)

ZAMBRANO (cont'd)
Duvall's planning something. Something that will end this siege. Can you hold this spot?

IRIS
I'm on it. -- Hey, you should think of a New Year's resolution, Mobster -- everybody should have one.

Zambrano nods, walks off, something on his mind.

07 INT. PRECINCT 13, ROENICK'S OFFICE -- MOMENTS LATER 107

Roenick and Zambrano step inside for some privacy. Zambrano sees Roenick's hand hovering near his holstered gun. Then:

ZAMBRANO
Your plan is not going to work. We won't make it 'til the morning just sitting here. Duvall won't allow it.

ROENICK
We have 8 people, 12 weapons, to cover 10 entry points. If we work together we can make it.

Zambrano just looks at Roenick. Beat, then:

ZAMBRANO
I've killed dozens of men, Sergeant. I'm the devil and I wear red. Marcus Duvall and his men throw on white hats but they too have killed dozens of men. Just like me. Demons in disguise. So look at this way -- that's me out there. Do you think I'd let you survive 'til the morning?

ROENICK
We don't have many options here, Zambrano.

ZAMBRANO
We have to figure something out. I'm not going to stand around and wait for them to kill all of us.

That hangs there. And something about it alerts Roenick.

ROENICK
Right now the men outside are my enemy, Zambrano. You use this situation to escape -- it becomes about me and you -- because you are going to jail when this over.

ZAMBRANO
Relax, Sergeant. It's not about me and you -- not yet.

Zambrano smirks, playing a little game. Roenick plays along:

ROENICK
Our shit's on pause. Is that it?

ZAMBRANO
Yeah, our shit's on pause. -- Right now we have to figure out how to get some help -- before he figures out a way to get in here.

Zambrano leaves Roenick with that and heads for the door. Before exiting, he stops and says to Roenick:

ZAMBRANO
Back there. You saved my ass. Why?

ROENICK
I'm responsible for everyone here. That's my job.

ZAMBRANO
That's noble. Unfortunately, I don't share the sentiment. Like I said, I don't pretend to be anything else. I'm never gonna change, no matter what day it is.

They hold a look when the DOOR OPENS and JASPER pops in:

JASPER
Someone's coming.

108 EXT. PRECINCT 13 -- NIGHT 108

WHOOSH! A RED ESCALADE comes SKIDDING into frame -- just two blocks away from the precinct. It's trudging through the snow, approaching one of DUVALL'S ROADBLOCKS.

:NT. PRECINCT -- SAME 109

:he crew is by the front window, peering out as the ESCALADE SLOWS at the ROADBLOCK. Iris's face falls:

IRIS
Oh God. It's Capra, Sarge.

ANNA
You know him?

ROENICK
He's a cop. He works here.

ZAMBRANO
They're going to execute him.

Everyone continues looking out, tense, seeing ROADBLOCK COP and CAPRA (in the Escalade) converse. They then see, even from this distance, ROADBLOCK COP GOING FOR HIS SIDEARM SLOWLY:

IRIS
(screaming out the window)
CAPRA!

But it's too far for him to hear. Roenick watches, helpless.

IRIS
We're going to watch him get killed.

And then they see -- WHOOSH! The ESCALADE LURCHING FORWARD, SKIDDING, LEAVING THE ROADBLOCK COP in the DUST. Capra must've seen the COP going for his GUN. THE ESCALADE is gaining speed now, driving for the precinct.

IRIS
YES! DRIVE! DRIVE! DRIVE!

ROADBLOCK COP fires -- BAM! BAM! BAM! The SIDE WINDOW of the ESCALDE EXPLODES! Capra's vehicle skids, before gaining control, still churning high speed for the precinct!

10 EXT. FOREST -- NIGHT 110

Duvall and team watch the ESCALADE drive toward the PRECINCT.

DUVALL
Snipers ready.

DUVALL'S MEN, KAHANE and DAVIDSON, raise their weapons.

111 INT. PRECINCT 13 -- SAME 111

All pinned to the window, watching CAPRA'S RECKLESS approach:

IRIS
He's gonna make it!

ZAMBRANO
He's still has to get by the snipers.

112 EXT. FOREST -- NIGHT 112

DUVALL
Fire.

BAM! BAM! The SNIPERS take TWO SHOTS! Both missing.

113 EXT. PRECINCT 13 -- SAME 113

As the Escalade skids and slides all over the snow-covered lawn of the precinct, barrelling for the precinct. WHAM! The CAR SKIDS! BRAKING! SLIDING HARD until WHAM! BAM! It crashes into a LIGHT POLE just 7 YARDS from the PRECINCT.

114 EXT. FOREST -- SAME 114

As Duvall and his men see the DOOR of the ESCALADE OPENING:

DUVALL
Prepare to fire.

115 INT. PRECINCT 13 -- SAME 115

Roenick and the others watch the DOOR of the ESCALADE opening. Roenick suddenly MOVES to the FRONT DOOR.

ALEX
What are you doing?

116 EXT. PRECINCT 13 -- SAME 116

Capra steps out into the open view.

117 INT. PRECINCT 13 -- SAME 117

Roenick throws open the front door and RUNS out toward Capra.

:XT. FOREST -- SAME 118

:apra steps into Kahane and Davidson's GUN-SIGHTS.

DUVALL
Fire.

They simultaneously pull their triggers -- BAM! BAM! At the same time -- ROENICK APPEARS IN THEIR SIGHTS -- tackling Capra -- snow cushioning their fall. BULLETS missing both of them.

Davidson and Kahane reload.

19 OUTSIDE PRECINCT -- Roenick lifts Capra. 119

CAPRA
Someone's shooting, Sarge!

Capra and Roenick start back toward the precinct.

20 INSIDE PRECINCT -- EVERYONE is screaming, "**RUN! HURRY UP**!" 120

FOREST -- Davidson and KAHANE both take aim and FIRE again. 121

OUTSIDE PRECINCT -- Roenick throws Capra through the PRECINCT DOOR just as BULLETS PEPPER the WALL behind him. Roenick dives inside next. The door slams behind them. They made it. 122

Capra -- stunned -- bleeding from a cut on his head -- looks up at all the faces peering down at him. All he can say is:

CAPRA
What the fuck is going on?

23 EXT. FOREST -- SAME 123

Davidson and Kahane lower their weapons:

DAVIDSON
He made it. He's inside.

Duvall doesn't respond.

124 INT. PRECINCT 13 -- NIGHT 124

Smiley and Roenick help Capra over to a couch in the waiting area. They lie him down. Iris tends to his head wound. Zambrano stays by the window, peering out at Capra's Escalade. Beck's staring at Capra very closely as:

CAPRA
Who the fuck are all these people? Why did I get shot at?

ROENICK
What are you doing here, Capra?

CAPRA
I thought about you guys having to spend New Years here alone.
(beat)
And I thought it would be nice to see Iris tonight.

IRIS
You picked the wrong night to make your move, sweetie. Believe me.

That brings a smile to everyone's face -- except Beck who steps forward and yells:

BECK
That's real sweet. But unfortunately, I don't believe a fucking word of it!

Beck levels his GUN at Capra. Roenick reacts, grabs Beck's arm. Beck swings his gun -- targeting Roenick. Jasper retaliates and targets BECK:

JASPER
Lower your fucking weapon, Beck! This man works here.

BECK
What does that mean? He could still be a plant by them cops outside. Get one of their boys up in here and take us out one by one.

ROENICK
THEY SHOT AT HIM.

BECK
THEY CONVENIENTLY FUCKING MISSED. THAT WHOLE CHARADE COULDA BEEN ACT!

low Smiley steps forward:

SMILEY
He's got a point. Man comes here under the guise of courting this lady. They shoot and miss him on purpose to make us think he's not one of them. Ingenious. Just because he works here doesn't mean he's not corrupt.

Beck and Smiley share a look. Everyone's thinking about it now -- paranoia creeping into the group. All eyes on Capra.

CAPRA
You're crazy. I'm just --

SMILEY
I'd shut my mouth if I were you, my friend.

ROENICK
That's enough! I vouch for this man!

BECK
That don't mean shit! I say we lock him up so he can't do any damage!

ROENICK
We are not locking this man up. Not in my precinct!

BECK
You ain't in charge anymore. Your authority's been superfuckingceded!

It's a standoff. Beck aiming at Roenick. Jasper aiming at Beck. Everyone else watching -- tense. The uneasy alliance between cops and crims falling apart. Iris speaks up:

IRIS
Put your cocks away, gentlemen. We decided before -- we need to work together or we're all going to die.

CAPRA
Even if I was who you say, I don't have my gun -- I dropped it in the snow. There's nothing I could do.

BECK
Not good enough, bitch.

Zambrano suddenly steps forward -- steps right in front of Beck's GUN -- barrel now pointed at his head:

ZAMBRANO
Lower your gun, Beck.

BECK
This man could be one of them, Z.

ZAMBRANO
I won't ask again.

Beck's staring at Zambrano -- fear in his eye, mixed with the paranoia over Capra. He's hesitating. Zambrano doesn't wait:

WHOOSH! Zambrano's hand jettisons out, like a bullwhip -- knocking the GUN clean out of Beck's hand. Zambrano punches Beck in the gut -- knocks his feet out from beneath. Beck falls. Zambrano presses his FOOT against Beck's throat.

Everyone stands in fear, awe of Zambrano's swift, seemingly effortless action. He keeps pressure on Beck's throat, until:

ROENICK
Enough, Zambrano.

Zambrano stops. Beck rolls away. Choking, sucking air.

ZAMBRANO
Sergeant Roenick's in charge -- we do what he says. Everyone understand?

All nods. Beck, still catching his breath, says:

BECK
Because I respect you, Z, but this is still bullshit, man. That man may not be who he says he is. Mull that over.

Beck, muttering to himself, retrieves his gun and walks away. Jasper lowers his gun. Roenick addresses the group:

ROENICK
Iris, take care of Capra's head. Fill him in on what's going on. Capra, lay low so no one here gets spooked. Everyone else, go back to your posts.

Everyone moves out -- all now eyeing Capra suspiciously. Roenick walks over to Zambrano:

ROENICK
Thank you.

ZAMBRANO
Don't. That was self preservation. The more men we have in here the better chance we have holding them off. Any other situation I let you kill each other. -- Are you sure that man's who he says he is?
(off Roenick's nod)
Good. Now come here -- I have something to show you.

25 INT. PRECINCT 13 BACK HALLWAY -- NIGHT 125

Cold and dark -- snow covers the floor -- blown in through shattered windows. Beck is back on post. Smiley approaches:

SMILEY
I hate to admit it but Smiley agrees with what you were saying about that cop back there.

BECK
Does Smiley want a fucking medal?

SMILEY
Hear me out. We're out of our shackles -- maybe the only time in the next 15 to 20. Maybe the new year can bring something different for us. Maybe the stars are aligned. Definitely another defining moment.

26 INT. BLACK SUBURBAN -- NIGHT 126

Duvall sits with Kahane inside the SUV. They're both warming their hands over the heat vent as they speak.

KAHANE
-- His name's Roenick. Decorated cop. About eight months ago he lost three members of his team when a deal went sour. Desk duty since. Problems with drugs and alcohol after the incident.

DUVALL
Burn out loser cop. Just a matter of time before he drops his guard.
(beat, re: CAPRA'S TRUCK)
Watch the truck. They'll eye it as a way out. What's the word on the AV?

KAHANE
Still having trouble with the weather. They can't give an estimate.

127 INT. PRECINCT 13 -- NIGHT 127

Roenick and Zambrano are staring at CAPRA'S ESCALADE -- 15 feet from the precinct -- just like Duvall said they would.

ZAMBRANO
Someone gets in it -- takes off and gets to the nearest phone for help.

ROENICK
They'll expect it. We'll need a distraction to divert their attention.

ZAMBRANO
We'll also need the keys. Your cop says he dropped them along with his gun in the snow.

And then:

ANNA (O.S.)
I can hotwire a car.

They both turn, finding Anna nearby, holding a shotgun:

ROENICK
I thought you never committed a crime in your life, Anna.

ANNA
I haven't. I've just picked up some shit along the way, Sergeant.

Iris steps up, away from Capra, offering:

IRIS
Hold on. How do we know she's not going to drive outta here and leave us all behind holding our dicks.

ANNA
Who are you, Miss Fucking Little Skirt? Questioning my intentions! Fuck off!

ROENICK
No offense, Anna. I agree with Iris.

ZAMBRANO
I'll go with her and make sure she gets help. Scouts honor.

Roenick dismisses Zambrano with a glare, looking around now -- sees IRIS tending to CAPRA; sees ALEX shivering from fear; sees JASPER eyeing the cons suspiciously. Roenick decides:

ROENICK
It's me or Jasper.

ZAMBRANO
No. We need your guns. It has to be --

Interrupting:

ALEX
-- Me. I'll do it. I'll go.

Roenick freezes, shocked that she'd volunteer.

ALEX
It's the only thing that makes sense. I'm not doing any good here.

ANNA
Whatever the fuck ever, let's do this. Me and the Doc.

ROENICK
(to Alex)
Can I speak with you for a second?

Alex and Roenick move off to the side. She sees his face:

ALEX
It's the right move, Sergeant.

ROENICK
Can you handle it?

ALEX
That's what I have to see. Please. Let me go. I can't keep hiding.

She means it. They hold a look. He's impressed with her but conflicted, 'should he let her go?', when suddenly: BABOOM! THE SOUND OF AN O.S. EXPLOSION rocks the PRECINCT!

IRIS
Jesus Christ. What now -- ?

Before anyone can answer, Jasper runs into the main room:

JASPER
Those two assholes are escaping. They torched the Bus as a distraction.

128 EXT. PRECINCT -- NIGHT 128

WHOOSH! The transport bus is aflame. PAN OFF THE burning BUS -- toward the rear of the precinct, finding SMILEY AND BECK -- crawling through the snow, toward the distant tree line.

129 INT. PRECINCT 13 -- SAME 129

Roenick reaches the back of the precinct -- he peers out through a window and sees SMILEY AND BECK taking flight.

ROENICK
They're gonna get themselves killed.

130 EXT. FOREST -- SAME 130

Duvall and his MEN are all watching the flaming TRANSPORT:

DUVALL
Keep your eyes open -- they're using that as some kind of distraction.

KAHANE
I got 'em. Two men -- in the back.

Duvall whip-pans his binoculars, finding BECK AND SMILEY.

DUVALL
Smart -- they knew we'd expect them to go for the car. Open fire.

All of DUVALL'S MEN FIRE AT SMILEY and BECK.

131 EXT. BACK OF PRECINCT -- SAME 131

As BULLET FIRE erupts from the tree-line, peppering the area near SMILEY AND BECK. Both Men dive for cover behind a nearby snowbank. They both fire back. Smiley takes a SHOT in the arm.

132 ROENICK -- PRECINCT 132

Fires into the tree line -- lending cover fire for Smiley and Beck. Zambrano grabs his arm, stopping him:

ZAMBRANO
We can use this.

Roenick gets the implication. He looks at Anna and Alex.

33 EXT. PRECINCT -- THE GUNFIGHT 133

Smiley and Beck are still exchanging shots with Duvall's small ARMY. The night is alight with the nearby transport fire and incessant muzzle flashes blazing across the terrain.

34 INT. FRONT AREA OF PRECINCT -- SAME 134

Roenick and Zambrano stand with Alex and Anna by the closed FRONT DOORS now. The O.S. SOUNDS of the GUN BATTLE somewhat muffled here. Roenick's checking Alex's weapon as he says:

ROENICK
Are you sure about this?

Alex, trying to hide her fear, just nods.

ANNA
C'mon -- let's do this while they're still blasting each other.

Zambrano opens the door. The two WOMEN step outside.

35 ALEX AND ANNA -- OUTSIDE PRECINCT -- CONTINUOUS 135

Moving low and fast to the CAR DOOR. It's open. They dive in.

36 ROENICK, ZAMBRANO, CAPRA, AND IRIS -- INSIDE PRECINCT 136

IRIS
They're in. No one saw them yet.

37 ALEX AND ANNA -- INSIDE ESCALADE 137

Anna in the driver seat. Alex in the passenger seat. Anna's already working on WIRES below the dash. Alex holds the gun with a trembling white-knuckled grip. She begins MULTIPLYING:

ALEX
256, 1024, 4096, 16384 --

138 THE FIRE FIGHT -- OUT BACK -- SAME 138

Smiley and Beck are behind that snow bank -- still exchanging shots with DUVALL'S ARMY. SMILEY takes another shot in the arm. He makes a heedless run for the distant forest. He's riddled with bullets. Falling in SLO-MO AGONY, as arcs of his blood adorn the snow in spiderweb patterns.

139 ANNA AND ALEX -- INSIDE ESCALADE 139

Anna presses various wires together -- but nothing's happening. Alex keeps her eyes on the tree line -- MULTIPLYING FRANTICALLY NOW.

ALEX
65536, 262144. Hurry up for godsakes!

ANNA
Shut the fuck up, Doc, I'm trying!

140 ROENICK AND THE OTHERS -- INSIDE PRECINCT 140

Watching, hoping, praying. But there's no movement.

141 ALEX AND ANNA -- INSIDE ESCALADE 141

Anna's still working it -- no use. Alex's nerves are frayed. They're screaming at each together!

ALEX
YOU CAN'T DO IT! YOU FUCKING LIAR!

ANNA
Fuck you, ya crazy bitch!

And then: KNOCK KNOCK! They both jump, turning to see ROENICK -- at the driver's window. Anna opens the door. He pushes in:

ROENICK
I'm sensing a problem.

ALEX
SHE CAN'T HOTWIRE MY ASS!

ANNA
FUCK YOU! THIS BITCH IS SITTING HERE MULTIPLYING SHIT!

Roenick starts fiddling with the wires -- working quickly, frantically. Alex multiplying under her breath. Anna eyeing her with venom when finally VROOOM! They car starts!

ROENICK
Now get the hell outta here.

Alex and Roenick hold a look as he begins to back out of the seat. He reaches out with his hand -- touches Alex's.

ROENICK
You're going to be OK.

They're hands touch. Just for a beat. Eyes locked. He backs out. Closes the door. Anna throws the car in drive and pulls out slowly -- making sure she has traction before she revs it.

42 IRIS AND OTHERS -- INSIDE 142

See the WHEELS turning on the Escalade. They REJOICE:

IRIS
They're fucking moving!

ROENICK -- OUTSIDE 143

Retreating to the precinct. He eyes the TREELINE -- sees MUZZLE FLASHES. The firefight distraction is still working.

CROSSCUT TO:

44 THE FIREFIGHT 144

Smiley lies dead. Yards away -- Beck cowers -- pinned by the gunfire. He peers over at Smiley's body. An idea takes. He sticks his finger in his left ear -- then sniffs. Getting a big rush. He then hoists SMILEY'S BODY over his back. He starts toward the forest -- SMILEY shielding Beck's BACK from the BULLET FIRE. Smiley's dead frame torn to shreds by the GUNFIRE as Beck trudges toward the forest, high as a kite.

BACK TO:

145 ANNA AND ALEX -- INSIDE ESCALDE 145

Driving away -- skidding in snow. Still undetected.

ALEX
25, 125, 625, 3125 --

CROSSCUT TO:

146 BECK -- BACK OF PRECINCT 146

Still using the dead man as a shield. Bullets start passing through Smiley's frame and BAM! BAM! Beck takes TWO in the back. He drops Smiley, bleeding and dizzy now, but so hopped up on smack that he musters up enough strength to carry on, as gunfire tears his now unprotected body apart.

BACK TO:

147 ANNA AND ALEX -- INSIDE ESCALDE 147

Driving away -- almost on the main road.

BACK TO:

148 BECK -- BACK OF PRECINCT 148

His back ruptured by bullets. He manages to keep going.

149 DUVALL -- BY SUBURBAN 149

Watching Beck through binoculars. He raises his own SNIPER RIFLE. BAM! He puts one bullet through Beck's head. Beck falls dead. The bullet fire stops. The distraction over.

150 ANNA AND ALEX -- IN ESCALADE 150

They drive onto the front road. Almost clear. Alex still going on with her multiplication.

151 ROENICK AND OTHERS -- INSIDE PRECINCT 151

Watching the Escalade drive on. The O.S. GUNFIRE ceases.

ZAMBRANO
Distraction's over.

ALEX AND ANNA -- INSIDE ESCALADE 152

Turning onto the main road. Almost to safety. Seemingly still undetected. The distraction seems to have worked.

ANNA
Jesus Christ. We made it. Even if they follow now. We'll beat them. You could stop that trigonometry shit now bitch! We out!

Alex stops counting -- looks around and smiles.

53 ROENICK AND OTHERS -- INSIDE PRECINCT 153

See the Escalade on the main road -- cruising steadily:

IRIS
They fucking made it! They made it!

54 ANNA AND ALEX -- INSIDE ESCALADE 154

Driving on the snowy road. No one following.

ALEX
We have to get to a gas station or something. There's one about three miles down. Open all night.

They exchange a triumphant smile when Anna sees:

A MASKED FACE IN THE REARVIEW MIRROR! She SCREAMS. Alex spins and sees a GUNMAN rising in the BACKSEAT, raising his WEAPON. He blasts ANNA! BAM! Alex turns, starts fighting with him as he brings the gun toward her. It's chaos!

55 ROENICK AND THE OTHERS -- INSIDE PRECINCT 155

Iris and Capra are rejoicing. Roenick is eyeing the tree line when BAM! An O.S. GUNSHOT echoes from outside. They all see:

THE ESCALADE veering off the main road now -- out of control. We then SEE the SILVER BURST OF A MUZZLE FLASH inside the car -- accompanied by the SOUND of another GUNSHOT! There's shooting inside the Escalade. The Escalade suddenly runs into a DITCH and FLIPS. Stops. Quiet.

IRIS
What the hell is going on?

They watch as the BACK DOOR of the ESCALADE OPENS -- the GUNMAN crawls out and moves into the front of the vehicle.

IRIS
Jesus Christ. They put someone in the truck. They just killed those two women in cold blood.

Jasper steps in from the back of the precinct:

JASPER
Beck and Smiley are dead.

IRIS
We don't have a goddamn chance here, do we?

Iris is losing it. She looks to Roenick for help. The color's drained from Roenick's face. Something's wrong. He looks devastated -- just like he did when he lost his team 8 months ago. This all too reminiscent of that. Iris is ranting:

IRIS
God fucking damn it. The five of us can't hold them back. They're going to take out every single one of us. What are we supposed to do, Sergeant?

Roenick doesn't answer -- numb.

IRIS
WHAT THE FUCK ARE WE SUPPOSED TO DO?

Roenick still doesn't respond. Jasper grabs his arm:

JASPER
Jake -- you OK?

This brings Roenick back to reality. He looks around -- at all the destruction -- at the desperation on the faces of Iris and Jasper and Capra. Even Zambrano is staring at him. They're all looking for leadership. He looks away from them:

ROENICK
I don't know what the hell to do.

He walks off -- toward his office -- leaving them all standing there, watching him, desperate.

:XT. ESCALADE -- NIGHT 156

)UVALL is leaning inside the vehicle, eyeing ANNA'S CORPSE. ALEX is not inside. We HEAR:

KAHANE (O.S.)
What do you want to do, Marcus?

Duvall leans out of the SUV and finds -- KAHANE -- standing next to ALEX. Her HEAD bleeding, face bruised. She's ALIVE. Duvall faces her. She won't look at him.

DUVALL
How many inside?

Alex is shivering with fear. She manages:

ALEX
20.

DUVALL
Answer the question.

Alex lifts her head up -- faces Duvall. Offers with venom:

ALEX
You heard me, asshole.

Duvall is beginning to seethe. She holds his look, fighting her fears, when an upwelling ripple of SOUND RISES.

KAHANE
AV Unit, Marcus. Just in time.

Duvall sees a **POLICE HELICOPTER** -- AV UNIT 5 -- flying in.

DUVALL
Get the men ready. Let's end this.
(to Alex)
You're a brave women.

Duvall raises a GUN and SHOOTS her in the FOREHEAD. Alex falls dead. Kahane steps back -- jarred by Duvall's abrupt violence. Duvall looks at Alex's corpse -- then up at the Copter.

,7 INT. PRECINCT 13 -- NIGHT 157

Iris, Capra, Jasper, and Zambrano are all looking at the COPTER landing in the distance. Roenick is absent.

ZAMBRANO
Final move. We should man our posts.

JASPER
Don't tell me what to do, Cop Killer. We shoulda given you up to those bastards earlier -- those two women wouldn't be dead now.

They eye each other -- ready to explode:

IRIS
Enough -- this isn't helping anyone. What the hell are we supposed to do?

158 INT. ROENICK'S OFFICE -- SAME 158

WHOOSH! Roenick sweeps his arm viciously across his desk -- knocking PAPERS and FILES right off. He fishes the BOTTLE OF PILLS out of his pocket -- then the LIQUOR. He's eyeing them -- wanting relief -- his mind throbs. His heart aches. He opens the BOTTLE OF PILLS. He's fighting the urge.

ROENICK
Goddamn it. Why'd I let her go?

He looks like he's about to lose the battle -- just like Alex said he might. The DOOR opens. ZAMBRANO enters.

ZAMBRANO
This is it. Last stand. Your gun would be appreciated.

No response.

ZAMBRANO
I know you don't give a shit about me, but you still have three people out there who I know you feel responsible for.

ROENICK
I can't help them.

Zambrano nods -- sees the PILLS and LIQUOR on the desk.

ZAMBRANO
Maybe -- maybe not. Either way, I'm not letting Duvall walk in here like an invited guest.
(MORE)

ZAMBRANO (cont'd)
I know a lot about dying, Sergeant, and there's two ways you could manage it -- with self-pity or without.

Zambrano looks at the liquor and the pills so that Roenick could see he's aware of them. Beat, then, Roenick explodes:

ROENICK
Fuck you! Get outta my office!

Zambrano exits -- but his words remain. Roenick's still pacing. Angry now, eyeing those pills, that liquor. His eyes fall on HIS FILE -- left behind by Alex. He stares at -- remembering her earlier words, remembering her actions.

He suddenly grabs the PILLS AND FLASK and WHAM! Whips them across the room. He picks up his weapon and heads out.

59 INT. PRECINCT 13 -- NIGHT 159

The distant CHATTER of COPTER BLADES rises in the distance. Jasper, Iris, and Capra are by the windows, peering out at the Helicopter. Zambrano's behind them, leaning over the dead GUNMAN -- taking his weapon, his concussion grenades, etc.

IRIS
We should go in the basement.

ZAMBRANO
You'll be trapped.

JASPER
Did anyone ask for your advice?

ZAMBRANO
Stay out of my face, Old Man.

JASPER
(exploding)
Or what? You gonna kill another cop? It's what you do. Correct? I shoulda killed you hours ago. That woulda been justice and this woulda ended.

And then:

ROENICK (O.S.)
Enough!

They all turn, seeing ROENICK emerging from his office:

ROENICK
Zambrano's right -- we're not going downstairs. Jasper, guard the back. Iris in front. Capra, you'll take the side. Zambrano and I will roam -- keep check on all other entrances. Pop whatever moves -- don't hesitate.

Everyone moves off -- assuming their positions around the precinct, listening to their leader. Roenick moves to the window -- peers out, seeing that copter parked in the forest.

160 EXT. FOREST -- NIGHT 160

Duvall talks with the AV PILOT while several of his MEN are strapping on RAPELLING HARNESSES. We can't hear anything -- the sound of the COPTER BLADES is deafening.

161 INT. PRECINCT 13 -- NIGHT 161

Quiet, cold, and dark. A layer of snow has formed on the floor -- continuously blowing in through shattered windows.

VARIOUS SHOTS

162 -- IRIS -- AT HER POST -- STARING INTO THE DARK NIGHT. 162

163 -- JASPER -- IN THE BACK -- EYEING THE TREE LINE. 163

164 -- CAPRA -- GUARDING A SIDE DOOR. 164

165 -- ROENICK -- ON FOOT PATROL. Gun at his side. And finally: 165

166 -- ZAMBRANO -- walking through these dark halls also, strapped, alert, a human predator. He approaches Iris at a side door. 166

ZAMBRANO
You look sexy holding that gun, Secretary. Like a moll.

IRIS
I always wanted to be a moll.

She's trying to play along, but her fear is evident.

ZAMBRANO
I got a sixth sense when it comes to people living and dying. You're gonna get through this.

IRIS
What about you?

ZAMBRANO
I don't know how to die.

He smirks, continues on. Checking windows, looking for movement, when he turns into the BACK HALLWAY and sees something -- **A SHADOW OF MOVEMENT** -- in the dark -- by the back door. The SHADOW suddenly moves -- sensing Zambrano -- running away -- down a perpendicular hallway.

ZAMBRANO
Who --

The Shadow's gone, disappearing into the maze of hallways. Zambrano moves to the DOOR in front of which the Shadow was standing. He finds **THE CHAINS AND HANDCUFFS** that were securing this door OPENED. Zambrano cracks the door, seeing:

TWO GUNMEN moving away from the precinct -- away from this door -- back to the shelter of the tree line. Zambrano raises his gun but it's too late -- they've retreated. Alerted by this strange find, Zambrano closes the door. He kicks into gear -- running through the precinct. Calling out:

ZAMBRANO
Roenick!

He turns down a HALLWAY and FINDS CAPRA -- at his post by a side entrance. Zambrano raises his gun and targets Capra:

ZAMBRANO
Shut up and stand!

CAPRA
What the --

ZAMBRANO
I saw you by the back door. What were you going to do? Let them inside.

Roenick appears in the hall:

ROENICK
-- What are you doing?

ZAMBRANO
You were wrong. He's working for Duvall. He was removing the locks on the back door -- I saw Duvall's men running away from the door as I approached.
(to Capra)
What was your plan? Lay low and let someone in when you had the chance.

CAPRA
It wasn't me. I swear to God!

Zambrano punches Capra square in the face. Capra falls, bleeding, looking up with terrified eyes at Zambrano. The demon inside Zambrano is emerging. Roenick is staring on:

ZAMBRANO
What was you goddamn plan?

IRIS suddenly runs into the HALLWAY. Urgently:

IRIS
They're coming.

167 EXT. PRECINCT -- NIGHT 167

Duvall watches as the COPTER takes to the air.

DUVALL
Everyone in position.

168 INT. PRECINCT 13 -- SAME 168

Zambrano is still targeting Capra. Roenick is standing behind them, mind racing. Iris is staring out at the approaching copter. Zambrano punches Capra in the face:

ZAMBRANO
Tell me what your plan was!

Roenick suddenly raises his gun. Zambrano sees it:

ZAMBRANO
So it's you and me now, Sergeant. Is it that time already? We're not on pause any longer, I see. Is this your chance to stop me?

Roenick doesn't respond, he walks forward, gun raised -- but instead of pointing it at Z, he puts it against Capra's head:

ROENICK
Your paranoid, Zambrano. Not about me and you. Not yet. -- Answer the man, Capra. What the hell were you doing by the back door?

CAPRA
I swear to Christ, Jake, I was not by the back door.

IRIS
They're right above us -- we have to do something here!

The SOUND OF THE COPTER is deafening now and the foundation of the entire precinct is starting to shake. Zambrano and Roenick are eye to eye -- then look down at the cowering Capra.

ROENICK
What's the plan, Officer?

69 EXT. PRECINCT ROOF -- SAME 169

As the COPTER hovers above the ROOF -- FOUR of DUVALL'S GUNMEN rapel DOWN from the copter onto the roof. They move to VENT GRATINGS on the ROOF and begin REMOVING them.

INT. PRECINCT 13 -- SAME 170

As they HEAR the FOOTSTEPS on the ROOF. Zambrano and Roenick are still targeting a petrified Capra:

ZAMBRANO
We execute him. We let him live once, he almost killed us. We let him live again, we deserve to die.

ROENICK
You better start talking Capra -- or I'm going to start agreeing with Zambrano here.

CAPRA
I DIDN'T DO ANYTHING!

Zambrano's thinking. The SOUNDS of MOVEMENT ABOVE are intensifying. Iris steps forward:

IRIS
The fuck are they doing up there?

Suddenly, as if on cue: WHOOSH! WHOOSH! WHOOOSH! TEAR GAS CANISTERS blast through the upper VENT SHAFTS falling into the BASEMENT -- dense SMOKE begins to eddy.

ROENICK
It's cover, so they could make entry. This is it.

171 EXT. PRECINCT 13 -- ROOF -- NIGHT 171

VARIOUS SHOTS as GUNMAN 1, 2, 3 and 4 move into different VENT SHAFTS -- traversing the claustrophobic conduits that run through the ceiling of the precinct. The copter above them banks away -- back toward the TREELINE.

172 INT. PRECINCT 13 -- SAME 172

Roenick and Zambrano are still targeting Capra as SMOKE FROM THE TEAR GAS swirls around them -- obscuring their vision -- making their eyes water as they begin choking:

IRIS
I can't breathe.

ROENICK
They've entered the vents.

IRIS
We should shoot at the ceiling --

ROENICK
-- No. They could be anywhere above us and we don't know how many. We'll just waste our ammo. We can't defend against them now that they're inside.

IRIS
What are we going to do?

ROENICK
We'll handcuff Capra. And we're going to have to run for it.

ZAMBRANO
It's what they want. They'll pick us off as soon as we step out.

And then:

JASPER (O.S.)
Jake.

They all turn, barely seeing JASPER at the end of the hallway -- nearly obscured by the tear gas smoke:

JASPER
The basement. I've found something. Now.

They all move to the basement door but Roenick stays behind.

73 EXT. VENT SHAFT -- NIGHT 173

As COPS MOVE THROUGH their respective VENTS wearing NIGHT VISION GOGGLES. GUNMAN 1 reaches a GRATING which leads to the precinct below. He peers through -- taking inventory. Sees JASPER leading everyone down the STAIRCASE. Into his HEADSET:

GUNMAN 1
They're moving -- let's make entry.

VARIOUS SHOTS -- OF THE OTHER GUNMEN -- inside different parts of the VENT SHAFT -- all removing VENT GRATINGS and dropping into the precinct below. 174

They each begin to move slowly through the smoke, protected by their gas masks as:

75 ROENICK 175

Below, holding one hand over his mouth as the TEAR GAS burns his eyes and rapes his lungs. He's carrying CANS of CLEANING LIQUID in his free hand. He's moving toward the BASEMENT DOOR when he spots the SILHOUETTED SMOKE-OBSCURED FIGURE of a GUNMAN just five yards away -- coming down the stairs. Roenick quickly douses the area in front of the basement door with CLEANING FLUID.

The GUNMAN spots Roenick -- spins -- firing. Roenick dives out of the way -- as the GUNMAN moves toward him -- through the smokey interior -- Roenick makes his way for the basement door -- the Gunman hot on his heels. As he's running, Roenick lights a CIGARETTE and WHAM! He throws it over his shoulder --

THE CIGARETTE lands -- right in a POOL of LIGHTER FLUID just as the GUNMAN was approaching. WHOOSH! The entire area in front of the door GOES UP IN FLAMES -- blocking the GUNMAN'S APPROACH -- cutting him off from the basement door.

176 BEHIND BASEMENT DOOR 17

Roenick catches his breath -- fire raging behind that door.

177 INT. PRECINCT -- NIGHT 177

As the GUNMEN all gather on the bottom floor - no way into the BASEMENT and the fire is spreading everywhere.

GUNMAN 3 (INTO RADIO)
We're cut off from them, Marcus.

DUVALL (O.S.)
Pull out. Before anyone gets hurt.

178 INT. PRECINCT 13 BASEMENT -- NIGHT 178

Jasper leads Iris, Capra (cuffed), and Zambrano through an old dilapidated basement. Finally, Roenick joins the group. Zambrano quickly positions himself last -- making sure he could watch everyone as they follow Jasper toward the back of the basement. There he moves aside a STEEL GRATING -- exposing another set of STAIRS that lead into darkness below.

IRIS
What is this?

JASPER
Old sewer tunnel. Leads across the way. Behind the factories.

ZAMBRANO
Why didn't you mention this earlier?

All eyes on Jasper. 'Why didn't he?' Embarrassed:

JASPER
I thought we were all dead so I came down looking for some booze. OK. I wanted to go out drunk. I used to store liquor here years ago. I was moving boxes around and I found this door. I didn't know this was here.

Zambrano and Jasper hold a look:

ROENICK
It doesn't matter how you found it -- you did. Good job Jasper. Let's move.

NT. PRECINCT 13 -- SAME 179

he fire has turned into a tumultuous inferno. THE GUNMAN make quick exit -- moving back toward the forest.

80 INT. PRECINCT 13 BASEMENT -- SAME 180

Everyone has descended the stairs and reached the dark tunnel below. They're lead by a SINGLE FLASHLIGHT held by Jasper.

ROENICK
Jasper, get us out of here.

31 EXT. FOREST -- NIGHT 181

DUVALL watches the distant precinct -- blazing now.

DUVALL
We need to move. That fire's going to draw some attention.

He moves to the Suburban.

INT. SEWER TUNNELS -- NIGHT 182

As the crew, led by Jasper, makes its retreat. Zambrano stays in the back. Hand on his gun. Searching for a way to escape. Can't find another tunnel. Roenick eyes him in the dark.

JASPER
It's up ahead. Right here.

Jasper reaches another LADDER -- leading to a MANHOLE COVER above. Everyone huddles below it.

ROENICK
Good job, Old School. I'll go up. Make sure its clear.

He tosses one more look at Zambrano. Both of them know what's going on here. Zambrano's looking for an out. No one's safe. Roenick climbs the ladder, pushes aside the MANHOLE COVER --

3 EXT. SEWER TUNNELS -- NIGHT 183

-- Roenick emerges. It's quiet. He takes inventory of the area.

He's behind a FACTORY BUILDING -- across the street from the burning precinct. Everything looks clear. He checks his gun for BULLETS -- loaded. He calls into the sewer:

ROENICK
Let's go. Come up.

184 SEWER TUNNEL -- Jasper, Capra, Iris, and Zambrano stand below, hearing Roenick's call. 184

JASPER
Iris, you next.

She goes to step forward when ZAMBRANO grabs her arm, thrusts his GUN into her back. Jasper reveals his weapon immediately:

JASPER
You son of a bitch.

ZAMBRANO
I've been called worse. Let's move. You next, Cop. Then the old bastard. -- I apologize, Secretary.

IRIS
Apology not fucking accepted.

185 ABOVE -- Roenick waits when CAPRA emerges -- then Jasper. Jasper speaks softly to Roenick: 185

JASPER
He's got Iris.

Roenick unholsters his weapon -- as IRIS emerges next -- Zambrano behind her. His gun in her back. Roenick and Jasper target Zambrano -- but they can't shoot or Iris will die.

ZAMBRANO
End of the line. I'm going to walk out of here with the Secretary. She won't be hurt unless you follow. Lower your weapons and we'll end this on a good note.

No choice -- they lower their weapons. Roenick is boiling as Zambrano backs away with Iris -- toward the rear of the factory. He's about to disappear around the corner when:

VOICES (O.S.)
Hold it right there.

'WO GUNMEN emerge from behind the old factory. It's KAHANE and)AVIDSON -- targeting Zambrano and Iris.

GUNMEN
Down! On your knees. Drop your weapons. Down, motherfuckers! DOWN!

They're SCREAMING, YELLING. Zambrano and Iris drop to their knees. Zambrano drops his weapon. At the same time, Roenick, Capra, and Jasper see the emerging GUNMEN -- before they could react -- CLICK. CLICK. They HEAR THE DEFINITIVE CLICK of WEAPONS being TRIGGERED. Roenick spins to see FIVE GUNMEN behind him -- weapons raised -- aimed at Roenick and Capra.

GUNMEN
On your fucking knees. NOW! DOWN!

Roenick and Capra go to their knees. Roenick drops his gun.

ROENICK
How the hell did they find us?

And that's when he notices **JASPER** -- still standing. Not on his knees. Not dropping his weapon. Jasper's walking away, not targeted by the GUNMEN. The old cop walks toward:

DUVALL -- who's stepping out from behind the wall of GUNMEN. Duvall and Jasper shake hands. Exchange some words.

IRIS
My God. It was Jasper who Zambrano saw at the back door. He told these men to meet us here. It was a set up. It was fucking Jasper.

Roenick's just shaking his head -- devastated by the betrayal.

ROENICK
You just killed us, Jasper.

JASPER
(not looking at Roenick)
I tried to get you to give up Zambrano, but you had to do it right.

DUVALL
No choice, Jas. Us or them scenario. Now go retire without any worries.

Jasper nods -- his face betraying his guilt -- he still can't look at Roenick. Roenick turns his attention to Duvall:

ROENICK
Not all of us -- just me and Zambrano -- these other two are civilians.

DUVALL
No. You all know too much.

Very definitive. Zambrano and Duvall lock eyes. A look that speaks volumes about their past relationship:

DUVALL
Believe me, I'm going to enjoy killing Zambrano. Not the rest of you. -- Jasper, get in the truck if you don't want to see this. It's time to end this long night.

Roenick is devastated -- doesn't know what to do. Capra and Iris are facing their death -- both shaking with fright.

DUVALL'S SUBURBAN pulls up just yards away. Jasper starts toward it just as the GUNMEN raise their weapons, targeting Roenick, Capra, Iris, and Zambrano. They all lower their heads in fatalistic acceptance. Zambrano looks up at Jasper:

ZAMBRANO
Dirty Irish Drunk Pig. Nothing but a crook and a killer. Just like me.

Jasper stops walking -- face burning -- he rushes Zambrano -- raises his gun to shoot him but Duvall stops him with:

DUVALL
No, Jasper. Not with your weapon.

Jasper stops himself. Instead of shooting Zambrano -- WHAM! He pistol-whips ZAMBRANO in the face! Zambrano falls forward, onto JASPER'S JACKET, holding himself up. Jasper PUNCHES him with the gun -- trying to get Zambrano to release his grip. Finally, Zambrano does -- he's bleeding from his head badly.

JASPER
Give me a clean gun -- I want to do Zambrano myself.

Jasper approaches Duvall. Behind him, Zambrano, bleeding, looks up at Roenick and mouths -- **"CLOSE YOUR EYES."**

Roenick is baffled. Zambrano looks down at his own hand. Roenick follows his gaze and sees:

A CONCUSSION GRENADE PIN hanging from Zambrano's FINGER.

Roenick gets it. He looks over at Jasper -- sees his long winter coat -- the multiple POCKETS on the sides. He knows what's in one of those POCKETS. JASPER reaches Duvall and his Gunmen. Duvall hands Jasper a GUN. Jasper triggers it, turns to blast Zambrano. But right before he pulls the trigger:

BABOOM! A BLAST of WHITE LIGHT accompanied by an SHOCKWAVE of EARSPLITTING SOUND! A CONCUSSION GRENADE EXPLODES in JASPER'S JACKET. He's engulfed in the WAVE OF INTENSE BRIGHT WHITE FIRE! He's thrown off the ground as are DUVALL and his GUNMEN -- all blasted backwards by the force of the grenade.

Capra and Roenick are also knocked down. Jasper is aflame -- his right arm and leg blown clean off -- he's screaming as:

ZAMBRANO REACTS! Diving for the weapon he discarded earlier! He spins and SHOOTS the two GUNMEN behind him -- who stand shocked by what has just occurred -- they both fall dead.

Roenick grabs Jasper's weapon -- he SHOOTS a GUNMAN emerging from the Suburban. Roenick then pulls Capra to his feet. Together, they run and grab Iris, both taking position behind the Suburban just as Duvall and five of his GUNMEN rise, dizzy, disoriented -- their blindness wearing off.

They try to gain semblance in their hazy state. Duvall sees Zambrano running off and disappearing around the building.

Duvall sees ROENICK ushering CAPRA and IRIS inside the Suburban. Roenick's about to step inside when BAM! BAM! BAM! Duvall and his Men fire at Roenick. Roenick dives out of the way -- behind a nearby DUMPSTER -- he's cut off by the GUNFIRE. He yells to IRIS and CAPRA:

ROENICK
Go! Go! Go!

Iris finds the KEYS in the ignition. She takes off! Duvall and his Men FIRE at the back of the Suburban. Roenick fires back at them now -- taking out TWO more of Duvall's Men with precise head shots. There's only Duvall and three Gunmen left, including Kahane.

Duvall and his Men quickly retreat -- fading back -- disappearing behind the factory. Duvall raises his radio:

DUVALL
Unit 5 -- I need a pick up.
(lowers radio, to Kahane)
Get that truck. I'll take out these other two from the air. Not one of them can get away. NOT ONE.

ROENICK

Watches the Suburban speed away. Sees the COPTER soaring in to pick up Duvall who's hidden behind the building. Roenick makes a decision -- he looks back toward the rear of the factory -- in the direction Zambrano escaped. Roenick kicks into a run -- going after the Mobster. Behind him:

THE COPTER LANDS -- Duvall enters with one of his GUNMEN. Kahane stays behind, and takes aim on the RETREATING TRUCK.

The COPTER takes to the air just as KAHANE gets the Suburban, almost 300 yards away now, in his SIGHTS. He FIRES! BAM! Hitting the back tire -- it explodes -- the SUBURBAN SKIDS -- slewing across the snowy road. It crashes into the CURB and tips, out of control, on its side.

Kahane runs for the distant truck. Meanwhile:

186 ROENICK -- runs through the SNOW, following Zambrano's FOOTPRINTS in the WHITE which lead him back toward THE BURNING PRECINCT. At the same time: 186

187 DUVALL -- HELICOPTER 187

Wearing NIGHT VISION BINOCULARS -- he's searching the entire area -- looking desperately for Zambrano and Roenick.

DUVALL
Where are those motherfuckers?

188 IRIS AND CAPRA -- INSIDE SUBURBAN 188

They're upside down in the flipped truck. Barely conscious, bleeding. Neither of them see KAHANE -- about 100 yards away and running toward the truck with his weapon ready.

189 PRECINCT 13 -- SAME 189

Burning bright orange flame. ROENICK runs past the precinct -- toward the forest behind it -- still following Zambrano's footprints. He runs in the shadows, aware of the Copter.

190 IRIS AND CAPRA -- INSIDE SUBURBAN 190

Lying upside down and stuck. Iris has regained consciousness. Capra is still out cold. Iris peers at the BROKEN SIDE-VIEW MIRROR -- seeing the hazy REFLECTION of KAHANE approaching.

;he searches for her gun -- it's gone. Defenseless, she can't ıove anything except her arms. Kahane's only 15 yards away.

)UVALL -- COPTER 191

Still searching -- when he spots ROENICK behind the precinct -- running toward the forest. He raises his SNIPER RIFLE.

92 ROENICK -- spots the COPTER looming above and behind him now. 192
He's out in the open, just 5 yards from the forest. He runs harder, slipping and falling in the heavy snow.

93 DUVALL -- COPTER -- has Roenick in his sights. 193

94 ROENICK -- struggling to get on his feet. He stands just as: 194

95 DUVALL -- COPTER -- takes the shot. 195

96 ROENICK -- stumbles just as the bullet misses him. He reaches 196
the sanctuary of the forest -- disappearing within.

DUVALL -- COPTER -- yells to the pilot: 197

DUVALL
Take it down. Now.

PILOT
Nowhere to land.

DUVALL
(to his GUNMEN)
Get the cables ready.

)8 IRIS AND CAPRA -- TURNED-OVER SUBURBAN 198

Iris is frantically struggling to get out of her seat. She looks in the side view mirror -- no sign of KAHANE anymore.

)9 EXT. SUBURBAN -- SAME 199

Kahane is right behind the turned-over Suburban. He slowly creeps around the vehicle -- toward the front.

200 HELICOPTER -- SAME 200

WHOOSH! WHOOSH! WHOOSH! As three CABLES jettison from the copter -- quickly followed by DUVALL and HIS TWO GUNMEN, each rapelling down. They land hard in the snow.

DUVALL
Fan out. They're both in here.

They move off in separate directions -- all wearing NIGHT VISION GOGGLES -- granting them vision into the dark forest.

201 ROENICK -- THE FOREST -- SAME 201

Ahead -- holding his weapon -- hiding behind a tree. Blind in the dark. He can HEAR movement -- but can't see much. He doesn't realize that DUVALL and HIS MEN are just ten yards away from him in every direction. If Roenick makes a move -- he will be shot. -- The distant SOUND of SIRENS can be heard -- FIRE TRUCKS or COPS -- responding to the PRECINCT FIRE!

ROENICK
C'mon, guys -- get here.

202 KAHANE -- SIDE OF FLIPPED SUBURBAN 202

Hugging the vehicle -- creeping toward the front. He hears the SOUND of the O.S. SIRENS. He moves faster. He then removes a QUIK-VIEW MIRROR -- a tiny MIRROR on the end of a long metallic bar -- used to look around corners. He extends it, peers into the front of the truck -- and only finds CAPRA. IRIS IS GONE. Confused, he turns and sees:

IRIS -- standing behind him now. She slashes him across the FACE with a STICK -- slicing open his cheek. Caught off guard, he stumbles, dazed, blood spewing from his face. She then grabs KAHANE by the THROAT, digging in with long, sharp nails into his ADAM'S APPLE -- just like Zambrano taught her.

It's vicious, violent. But it's not working -- maybe only something Zambrano could do. Either way -- Kahane is coming back. Grabbing IRIS around the throat.

She tries to fight him off -- but he's stronger -- he's got he upper hand. Her hands fumbling, flailing, when they fall on his VEST -- strewn with equipment. She finds a KNIFE. Extracts it -- he sees her clutching it -- before he could make a move -- WHOOSH! She guts him -- hard -- low -- he doubles over.

Iris grabs his gun as FIRE ENGINES turn onto the street.

Stuck. He HEARS movement around him -- but he doesn't know if it's just the wind stirring up leaves and blowing branches.

04 DUVALL -- FOREST -- 10 YARDS away from ROENICK. Doesn't see him yet in his night vision -- but he's right there. 204

05 ROENICK -- makes a decision and steps from behind the tree. 205

06 DUVALL -- HEARS MOVEMENT -- sees ROENICK. He raises his gun: 206

07 ROENICK -- doesn't see Duvall -- he's fully exposed when BAM! BAM! GUNSHOTS -- MUZZLE FLASHES burst WHITE HOT in the dark. ROENICK is knocked on his ass -- not by BULLETS -- it's: 207

08 ZAMBRANO -- tackling Roenick, saving him, while firing at: 208

DUVALL -- diving, giving ZAMBRANO and ROENICK a moment: 209

ROENICK
I thought you'd never save a cop.

ZAMBRANO
Neither did I. -- There's three of them. Surrounding us. -- This is not about me and you right now.

ROENICK
Our thing's back on pause.

ZAMBRANO
They can see us -- we can't see them. I'll draw their fire -- you pop their muzzle flashes. Don't miss, Cop. I want this man dead.

Roenick nods, ready. Zambrano takes off into the dark night.

10 DUVALL AND HIS TWO GUNMEN spot ZAMBRANO running in their green-tinted night vision. All three MEN OPEN FIRE at him. 210

211 ROENICK picks up their blazing MUZZLE FLASHES in the dark. He takes aim and then BAM! BAM! He unloads his CLIP -- HITTING one of the GUNMEN with several SHOTS -- he falls dead. 211

212 ZAMBRANO continues running -- takes a SHOT in the SHOULDER! Before he falls, he BAM! BAM! Unleashes TWO SHOTS and BOOM! He hits the SECOND GUNMAN in the CHEST -- killing him. Zambrano finally falls -- clutching his shoulder. He's bleeding. He manages to pull himself behind a tree while: 212

213 DUVALL -- BEHIND ANOTHER TREE -- searches for Zambrano -- can't see him. He looks back, in ROENICK'S DIRECTION -- he's seen ROENICK'S MUZZLE FLASHES. Knows there's a second MAN in the forest -- he peers around -- can't see either of the men. 213

214 ROENICK -- crouched behind a tree -- hidden. He checks his GUN -- no ammo. Still Duvall out there. It's tense, dark. 214

215 ZAMBRANO -- ON GROUND -- shoulder shot -- bleeding. Not fatal. He's breathing heavy. Looks back -- can't see Roenick or Duvall from his position. Knows they are still out there. 215

He takes another breath. And then tries it one more time. Zambrano stands -- running out -- exposing himself for fleeting moments as he runs through the forest.

216 DUVALL -- seeing the image of Zambrano fleeing in the dark. He takes the bait -- takes aim and WHOOSH! He fires! 216

217 ZAMBRANO -- Bullets WHIZ by his head, just missing him. 217

218 ROENICK spots Duvall's MUZZLE FLASH -- noting his position but he can't shoot -- he's out of ammo. Roenick moves in the dark while Duvall is focused on Zambrano -- still shooting at him -- finally, Duvall aims and fires and BAM! Zambrano is HIT -- in the belly! He falls in a crumpled heap. 218

219 DUVALL loses sight of him. He peers around now -- looking for Roenick. He turns, and to his utter surprise, he sees: 219

ROENICK standing ONE FOOT AWAY from him. He snuck up on him and before Duvall can react, Roenick punches him in the face. Knocking off Duvall's night vision. Duvall falls -- grabbing Roenick's legs. Roenick drops -- they begin scrappling.

It's a dog fight. No gloss -- bare bones -- bare knuckles -- blood and spit. Duvall tries to bite Roenick. Roenick crushes Duvall's balls with his knee. Cop against Cop. No rules.

20 IRIS -- BY THE FLIPPED SUBURBAN 220

She's standing with several FIREMEN as they PULL CAPRA out of the overturned truck. -- Several POLICE CARS PULL up to the SCENE -- COPS emerge -- speaking with the fireman. IRIS eyes the COPS suspiciously. FIREMAN 1 tells the COPS:

FIREMAN 1
This woman says that there's some men back that way. She's not sure.

The Cops drive off. Iris watches them with concern.

21 FOREST -- ROENICK AND DUVALL 221

Still duking it out. Both bleeding from multiple abrasions. Duvall extracts a KNIFE from his boot -- he slashes at Roenick -- slicing his arm -- Roenick drops. Duvall dives on him. He's on top of Roenick -- bringing the KNIFE up -- Roenick grabs Duvall's arm -- blade inches way from his eyes.

Roenick drives his knee into Duvall's gut -- Duvall falls backwards -- dropping the knife but pulling Roenick with him -- they fall backwards -- landing in a HEAP on a:

LOW BARBED FENCE -- used years ago as a way to limit access to the precinct from the rear. It's old, rusty -- a mess of sharp wires. Both men get entangled in the fence -- faces, arms and legs torn apart -- blood spewing from multiple wounds now as they tussle violently. Grabbing, punching, clawing, gouging.

Roenick finally gets his hands free -- he grabs a dangling PIECE of WIRE and WHOOSH! He thrusts it around Duvall's neck.

Duvall's squirming, kicking, trying to fight his way out. He puts a FINGER IN ROENICK'S EYE -- but Roenick presses on -- strangling Duvall with the BARBED WIRE -- jagged METAL digging into Duvall's throat -- cutting in -- sinking beneath skin. Duvall's still trying to POP Roenick's eye -- but he's losing strength when WHOOSH! The WIRE CUTS right through DUVALL'S SKIN -- CUTTING HIS THROAT IN HALF -- a jet of arterial blood announces the division.

Duvall's hand falls of Roenick's face. Marcus Duvall dies.

Beat. Roenick considers Duvall's dead body. He then tries to move but he's stuck. Only one arm free -- everything else entangled in the jagged wire. Long beat, then:

ZAMBRANO (O.S.)
You look like living hell.

Roenick turns -- spots Zambrano standing just a yard away.

ROENICK
He looks worse.

ZAMBRANO
That he does.

Roenick looks at Zambrano's bleeding side.

ROENICK
You been shot. Why don't you gimme a hand? Help me outta here? Then I'll get you some help.

Zambrano smirks.

ZAMBRANO
I'll survive.

ROENICK
Somehow I think you will.

ZAMBRANO
I get the feeling I'll be seeing you again, Sergeant?

ROENICK
Yeah, you can count on that.

They hold a look. These two are from over. Zambrano turns and disappears into the forest. Roenick struggles frantically, disregarding the pain, as he fights to escape his barbed wire confines to chase Duvall. But the more he moves -- the more he tears his body. After a beat, he gives up -- Zambrano's shape disappearing in the distance.

He turns, spotting SIX COPS, walking toward him.

COP 1
Officer Roenick.

Roenick takes a deep breath -- sees those COPS coming toward him now. He's nervous, eyeing their weapons, when:

IRIS (O.S.)
Sergeant!

He sees IRIS and SEVERAL FIREFIGHTERS stepping into the FOREST -- joining the COPS. Iris runs up to Roenick:

IRIS
Christ -- look at you. I brought these Firemen here just in case you were injured. And I was damn right.

Roenick knows why they're really here.

ROENICK
Thanks, Iris.

The FIREMAN begin cutting Roenick out of the BARBED WIRE using WIRE CUTTERS. Some COPS hover over Roenick at the same time, others examine Duvall's corpse.

COP 1
We have questions for you, Sergeant.

ROENICK
I'd like to get these wounds taken care of first.

The FIREMAN finally cut Roenick free. They help him up. He grimaces in deep pain but fights it and starts walking on his own, with Iris, flanked by the FIREMEN. The Cops in tow.

IRIS
I told them what's up. They're not leaving us alone. Not for a second.

Roenick nods his thanks to the firemen. They step into the clear region behind the burning precinct. COPS and FIREMEN everywhere. Iris and Roenick exchange a long look:

IRIS
A cigarette would be nice right now.

ROENICK
Don't break your resolution.

IRIS
You think we have to show up at the new precinct tomorrow? I could use a nice fucking long lazy day off.

ROENICK
I don't know, Iris. I don't know if I'll be showing up there anyway.

IRIS
You quitting on me, Sergeant?

ROENICK
No. Just might be time to get out from behind the desk, you know.

He looks into the FOREST -- where Duvall disappeared:

ROENICK (CONT'D)
I have some things I need to do.

She offers with a smile:

IRIS
Happy New Year's, Sergeant.

Off those words:

FADE TO BLACK

THE END